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Form **990-PF****Return of Private Foundation**

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

OMB No 1545-0052

2014

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

- 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.

For calendar year 2014 or tax year beginning , and ending

Name of foundation Susan Scott Heyneman Foundation			A Employer identification number 74-2364561	
Number and street (or PO box number if mail is not delivered to street address) PO Box 7113		Room/suite	B Telephone number (see instructions) 406-255-5368	
City or town Billings	State MT	ZIP code 59103		
Foreign country name		Foreign province/state/country	C If exemption application is pending, check here ☐	
		Foreign postal code	D 1. Foreign organizations, check here ☐	
			2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐		
☐ Final return ☐ Amended return		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐		
☐ Address change ☐ Name change				
H Check type of organization ☒ Section 501(c)(3) exempt private foundation		J Accounting method ☒ Cash ☐ Accrual		
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		☐ Other (specify) _____		
Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 847,274		(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)				
	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	36,996	36,996		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	13,843			
	b Gross sales price for all assets on line 6a 33,106				
	7 Capital gain net income (from Part IV, line 2)		13,843		
	8 Net short-term capital gain				
	9 Income modifications				
	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)	791	791			
12 Total. Add lines 1 through 11	51,630	51,630	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	8,499	4,250		4,249
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	958	500		208
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	697	277		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	33			
	24 Total operating and administrative expenses. Add lines 13 through 23	10,187	5,027	0	4,457
	25 Contributions, gifts, grants paid	27,500			27,500
26 Total expenses and disbursements. Add lines 24 and 25	37,687	5,027	0	31,957	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	13,943				
b Net investment income (if negative, enter -0-)		46,603			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	60,938	11,271	11,271
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		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)			
	b	Investments—corporate stock (attach schedule)	355,833	387,565	692,643
	c	Investments—corporate bonds (attach schedule)	77,695	117,696	112,515
	11	Investments—land, buildings, and equipment: basis ▶			
Liabilities		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	16,889	16,889	30,845
	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)	511,355	533,421	847,274
	17	Accounts payable and accrued expenses			
	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 ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
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			
	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	511,355	533,421	
	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)	511,355	533,421	
	31	Total liabilities and net assets/fund balances (see instructions)	511,355	533,421	

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	511,355
2	Enter amount from Part I, line 27a	2	13,943
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	8,123
4	Add lines 1, 2, and 3	4	533,421
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	533,421

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 Schedule			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 33,106		19,263	13,843
b			
c			
d			
e			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			13,843
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	13,843
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	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

(a) Base period years 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	26,980	625,694	0.043120
2012	26,278	522,675	0.050276
2011	27,296	516,362	0.052862
2010	21,515	476,437	0.045158
2009	24,099	417,309	0.057749

2 Total of line 1, column (d)	2	0.249165
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	0.049833
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	845,606
5 Multiply line 4 by line 3	5	42,139
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	466
7 Add lines 5 and 6	7	42,605
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	31,957

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	932	
c. All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2. Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0	
3. Add lines 1 and 2		3	932	
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	932	
6. Credits/Payments:				
a. 2014 estimated tax payments and 2013 overpayment credited to 2014	6a			
b. Exempt foreign organizations—tax withheld at source	6b			
c. Tax paid with application for extension of time to file (Form 8868)	6c	950		
d. Backup withholding erroneously withheld	6d			
7. Total credits and payments. Add lines 6a through 6d	7	950		
8. Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	9		
9. Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0		
10. Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	9		
11. Enter the amount of line 10 to be Credited to 2015 estimated tax ☐ 9 Refunded ☐	11	0		

Part VII-A Statements Regarding Activities

	Yes	No
1a. During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b. Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c. Did the foundation file Form 1120-POL for this year?		X
d. Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (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		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		X
4a. Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b. If "Yes," has it filed a tax return on Form 990-T for this year?	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		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?	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	X	
8a. Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MT		
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	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		X
10. Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address Not Applicable	13	X	
14	The books are in care of Scott Family Services, Inc Telephone no (406) 255-5024 Located at 401 North 31st, Suite 700 Billings MT ZIP+4 59101			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 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? 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	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1b	N/A
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	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 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)? ☐ Yes ☒ No

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? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

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
First Interstate Bank PO Box 30918 Billings, MT 59116	Trustee	8,499		
Susan Scott Heyneman Bench Ranch Fishtail, MT 59028	Trustee	1 00		
John Heyneman Jr. 4100 Big Horn Avenue Sheridan, WY 82801	Trustee	1 00		

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 Not Applicable	
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 Not Applicable	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0

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	850,090
b	Average of monthly cash balances	1b	8,393
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	858,483
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	858,483
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	12,877
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	845,606
6	Minimum investment return. Enter 5% of line 5	6	42,280

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	42,280
2a	Tax on investment income for 2014 from Part VI, line 5	2a	932
b	Income tax for 2014 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	932
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	41,348
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	41,348
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	41,348

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	31,957
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	31,957
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	31,957

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				41,348
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			21,497	
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	0			
4 Qualifying distributions for 2014 from Part XII, line 4: \$ 31,957				
a Applied to 2013, but not more than line 2a			21,497	
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				10,460
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	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
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			0	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				30,888
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				

N/A

- b**
- Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

[illegible]

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Humanities Montana		PC	Operating Support	1,000
311 Brantly				
Missoula, MT 59812				
Yellowstone Art Museum		PC	Operating Support	3,000
401 North 27th Street				
Billings, MT 59101				
Billings Symphony		PC	Operating Support	1,500
2712 2nd Avenue North, #350				
Billings, MT 59101				
Powder River Basin Resource Council		PC	Operating Support	1,000
934 North Main Street				
Sheridan, WY 82801				
Absaroka Beartooth Wilderness Foundation		PC	Operating Support	1,000
PO Box 392				
Red Lodge, MT 59068				
Absarokee Community Foundation		PC	Operating Support	1,000
PO Box 72				
Absarokee, MT 59001				
Metropolitan Opera Fund		PC	Operating Support	1,000
Lincoln Center				
New York, NY 10023				
Wyo Theater		PC	Operating Support	1,000
42 North Main Street				
Sheridan, WY 82801				
Planned Parenthood		PC	Operating Support	1,000
1844 Broadwater, Suite 4				
Billings, MT 59102				
Billings Studio Theatre		PC	Operating Support	1,000
1500 Rimrock Road				
Billings, MT 59102				
Billings Food Bank		PC	Operating Support	2,500
2112 4th Avenue North				
Billings, MT 59101				
Total . . . See Attached Statement			3a	27,500
b <i>Approved for future payment</i>				
Total . . .			3b	0

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

[illegible]

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

(2) Other assets

b Other transactions

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

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

b If "Yes," complete the following schedule

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

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

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

Phone no	406-255-5368
----------	--------------

Part I, Line 11 (990-PF) - Other Income

		791	791	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	Partnership Distribution	791	791	

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

		958	500	0	208
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Scott Family Services, Inc	958	500		208

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

		697	277	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Foreign Taxes withheld	277	277		
2	Tax on investment income	420			
3	Income tax				

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

		33	0	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Commissions	33			

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		355,833		387,565		647,999		692,643	
Description		Num Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year			
1	See attached schedule		355,833	387,565	647,999	692,643			

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

		77,695		117,696		73,668		112,515	
		Book Value Beg. of Year	Maturity Date	Book Value End of Year	FMV Beg. of Year	Book Value End of Year	FMV End of Year		
1	See attached schedule	77,695		117,696	73,668	117,696	112,515		

Part II, Line 13 (990-PF) - Investments - Other

		16,889		16,889		30,845	
Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year		
1	See Attached Schedule		16,889	16,889	30,845		

Account Holdings As Of

Filtered By Account = 321159 Susan Scott Heyneman Foundation

Sorted By Account Number

Date Run : 07/16/2015

Account Name : Susan Scott Heyneman Foundation

Time Printed : 1:14:55 PM

Account Number : 321159

Shares	Asset Description	Cost	Market	Unr Gain Loss	Est Ann Income	Yield
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Prices As Of : 12/31/2014

Taxable Money Market Funds

2,651.94	Northern Institutional Gov Select	.01%	2,651.94	2,651.94	0.00	0.27	0.01%
Sub Total			2,651.94	2,651.94	0.00	0.27	0.01%

Corporate Bonds

19,000	ING Bank NV	5.8000% 09/25/23	20,224.51	21,076.30	851.79	1,102.00	5.23%
15,000	Natixis US Min LLC	10.0000% 09/30/28	15,000.00	13,578.75	-1,421.25	691.51	5.09%
	Callable 09/30/14 @ \$100.00						
10,000	Williams Cos Inc	7.7500% 06/15/31	12,650.70	10,709.28	-1,941.42	775.00	7.24%
17,000	Venzon New York Inc	7.3750% 04/01/32	19,772.70	21,317.81	1,545.11	1,253.75	5.88%
10,000	Barclays Bk PLC	6.2780% 12/15/34	10,047.00	10,381.32	334.32	627.80	6.05%

Perp call 12/15/2034 @ 100.00

Sub Total

Corporate Bnds-Variable Rate

25,000	Citi Group Inc Floating	10.0000% 01/29/29	25,000.00	22,281.25	-2,718.75	2,500.00	11.22%
	Callable 01/29/16 @ \$100.00						
15,000	Barclays Bank PLC	10.0000% 04/30/29	15,000.00	13,170.00	-1,830.00	1,500.00	11.39%
	Callable 04/30/15 @ \$100.00						

Sub Total

Common Stock

150	3M Company		3,544.47	24,648.00	21,103.53	615.00	2.50%
165	Air Products & Chemicals		5,683.99	23,797.95	18,113.96	508.20	2.14%
500	Altria Group Inc		8,681.13	24,635.00	15,953.87	1,040.00	4.22%
435	AT&T Inc		13,019.64	14,611.65	1,592.01	817.80	5.60%
265	Baker Hughes Inc		14,839.66	14,858.55	18.89	180.20	1.21%
190	Boeing Company		7,189.71	24,696.20	17,506.49	691.60	2.80%
400	Bristol Myers Squibb Company		4,978.63	23,612.00	18,633.37	592.00	2.51%
200	Chevron Corp		21,082.86	22,436.00	1,353.14	856.00	3.82%
Sub Total			40,000.00	35,451.25	-4,548.75	4,000.00	11.28%

Account Holdings As Of

Filtered By Account = 321159 Susan Scott Heyneman Foundation

Sorted By Account Number

Date Run : 07/16/2015

Account Name : Susan Scott Heyneman Foundation

Time Printed : 1:14:55 PM

Account Number : 321159

As Of : 12/31/2014

Shares	Asset Description	Cost	Market	Unr Gain Loss	Est Ann Income	Yield
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Prices As Of : 12/31/2014

Changed from Chevron Texaco Corp on 5/10/05

185	Deere & Company	14,951.36	16,366.95	1,415.59	444.00	2.71%
1,355	ECA Marcellus Trust I	10,216.98	4,241.15	-5,975.83	1,100.26	25.94%
135	Ecolab Inc	14,714.65	14,110.20	-604.45	178.20	1.26%
600	General Electric Company	14,604.77	15,162.00	557.23	552.00	3.64%
25	Halyard Health Inc	452.25	1,136.75	684.50	0.00	0.00%
515	Halyard Health Inc Com					
515	HCP Inc	20,030.00	22,675.45	2,645.45	1,122.70	4.95%
1,215	Invesco Mortgage Capital Inc REIT	25,752.90	18,783.90	-6,969.00	2,187.00	11.64%
342	JP Morgan Chase & Company	4,570.10	21,402.36	16,832.26	547.20	2.56%
200	Kimberly Clark Corporation	10,440.16	23,108.00	12,667.84	672.00	2.91%
300	Medtronic Inc	10,844.02	21,660.00	10,815.98	366.00	1.69%
450	Microsoft Corporation	166.49	20,902.50	20,736.01	558.00	2.67%
200	NextEra Energy Inc	4,128.33	21,258.00	17,129.67	580.00	2.73%
200	Pepsico Inc	2,072.13	18,912.00	16,839.87	524.00	2.77%
185	Philip Morris International	7,097.97	15,068.25	7,970.28	740.00	4.91%
1,115	Sandridge Mississippi Trust	10,117.73	4,426.55	-5,691.18	2,246.73	50.76%
200	Schlumberger Limited	1,649.75	17,082.00	15,432.25	320.00	1.87%
235	Sempra Energy Inc	3,943.87	26,169.60	22,225.73	620.40	2.37%
235	Target Corporation	15,169.60	17,838.85	2,669.25	488.80	2.74%
175	United Technologies Corporation	4,595.24	20,125.00	15,529.76	413.00	2.05%
250	Unitedhealth Group Inc	13,327.51	25,272.50	11,944.99	375.00	1.48%
172	Verizon Communications	8,275.78	8,046.16	-229.62	378.40	4.70%
800	Whiting USA Trust II	10,183.60	4,448.00	-5,735.60	2,054.44	46.19%
120	WYNN Resorts LTD	8,499.20	17,851.20	9,352.00	720.00	4.03%
Sub Total		\$ 294,824.48	549,342.72	254,518.24	22,488.93	4.09%

Sub Total

Foreign Common Stock

300	Ingersoll- Rand PLC	9,211.24	19,017.00	9,805.76	300.00	1.58%
250	Nestle SA- Sponsored ADR	15,173.59	18,354.05	3,180.46	506.81	2.76%

Account Holdings As Of

Filtered By : Account = 321159 Susan Scott Heyneman Foundation

Sorted By : Account Number

Date Run : 07/16/2015

Account Name : Susan Scott Heyneman Foundation

Time Printed : 1 14 55 PM

Account Number : 321159

As Of : 12/31/2014

Shares	Asset Description	Cost	Market	Unr Gain Loss	Est Ann Income	Yield
Prices As Of : 12/31/2014						
200	Royal Dutch Shell PLC-ADR A	10,609.38	13,390.00	2,780.62	639.20	4.77%
120	Siemens A. G. Sponsored	10,193.31	13,613.10	3,419.79	358.19	2.63%
357	Vodafone Group PLC Sp ADR	8,033.90	12,198.69	4,164.79	643.49	5.28%
Sub Total		\$ 53,221.42	76,572.84	23,351.42	2,447.69	3.20%
ETF - Equity Funds						
400	Claymore S&P Global Water ETF	10,013.67	11,224.00	1,210.33	199.20	1.77%
400	First Trust DJ Internet Ind	21,612.40	24,528.00	2,915.60	0.00	0.00%
Sub Total		\$ 31,626.07	35,752.00	4,125.93	199.20	0.56%
ETF - US Large Cap Equity Fund						
300	MFC Powershares QQQ Trust Unit Series 1	7,894.18	30,975.00	23,080.82	323.93	1.05%
Sub Total		\$ 7,894.18	30,975.00	23,080.82	323.93	1.05%
ETF - Alternative Investment						
200	Mid-America Apartment Communities REIT	9,940.03	14,936.00	4,995.97	616.00	4.12%
Sub Total		\$ 9,940.03	14,936.00	4,995.97	616.00	4.12%
Limited Partnerships						
310	Plains All American Pipeline, LP	6,948.96	15,909.20	8,960.24	818.40	5.14%
Sub Total		\$ 6,948.96	15,909.20	8,960.24	818.40	5.14%
Grand Total		\$ 524,801.99	838,654.41	313,852.42	35,344.48	4.21%

Principal Cash: -105,503.18

Income Cash: 105,503.18

Invested Income: 0.00

Plus: CHECKING ACCOUNT → 8,619.00
 533,421
 847,274

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	Reconciliation - Cost Basis Adjustment	1	8,113
2	Reconciliation - Timing	2	10
3	Total	3	8,123

Tax Worksheet Schedule D

(01/01/2014 To 12/31/2014)

Date Run : 07/16/2015

Processing Date : 07/16/2015

Time Printed :11:11:22 AM

Taxpayer ID :74-2364561

Account Name : Susan Scott Heyneman Foundation

Account Number : 321159

Shares/PV	Asset Sold	How Acq	Date Acquired	Date Sold	Holding Period	Sales Proceeds	Original Cost	Realized Gain/Loss
0.068	Verizon Communications 92343V104	Spin	02/21/2014	03/10/2014	Short	3.11	3.27	-0.16
0.461	Verizon Communications 92343V104	Spin	02/21/2014	03/10/2014	Short	21.94	22.18	-0.24
100	Allegion PLC G0176J109	Spin	08/08/2006	01/10/2014	Long	4,453.68	2,347.76	2,105.92
150	Allergan Inc 018490102	Buy	04/13/2012	05/15/2014	Long	23,346.60	14,499.39	8,847.21
35	Unitedhealth Group Inc 91324P102	Buy	11/09/2006	11/24/2014	Long	3,340.04	1,695.40	1,644.64
20	Unitedhealth Group Inc 91324P102	Buy	08/05/2010	11/24/2014	Long	1,908.59	676.69	1,231.90
0.182	Vodafone Group PLC Sp ADR 92857W308	Free	04/05/1995	03/10/2014	Long	7.42	4.10	3.32
0.636	Vodafone Group PLC Sp ADR 92857W308	Free	04/05/1995	03/12/2014	Long	24.27	14.31	9.96
						33,105.65	19,263.10	13,842.55

Gain/Loss Summary

	Short Term GL	Long Term GL
Gains From Sales :	0.00	13,842.95
Losses From Sales :	-0.40	0.00
Common Funds :	0.00	0.00
Short Term Gains :	0.00	13,842.95
Short Term Losses :	-0.40	0.00
Net Short Term G/L:	-0.40	13,842.95
Capital Gain Dist :	0.00	0.00

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

Montana Rescue Mission

Street

2902 Minnesota Avenue

City

Billings

State

MT

Zip Code

59101

Foreign Country**Relationship****Foundation Status**

PC

Purpose of grant/contribution

Operating Support

Amount

3,000

Name

Mental Health Center - The HUB

Street

1643 North 24th Street West

City

Billings

State

MT

Zip Code

59101

Foreign Country**Relationship****Foundation Status**

PC

Purpose of grant/contribution

Operating Support

Amount

1,500

Name

Absarokee Volunteer Ambulance

Street

11 Montana Avenue

City

Absarokee

State

MT

Zip Code

59001

Foreign Country**Relationship****Foundation Status**

PC

Purpose of grant/contribution

Operating Support

Amount

1,000

Name

Klinefelter's Syndrome Association

Street

PO Box 872

City

Pine

State

CO

Zip Code

80470

Foreign Country**Relationship****Foundation Status**

PC

Purpose of grant/contribution

Operating Support

Amount

1,000

Name

Greater Yellowstone Coalition

Street

215 South Wallace Ave

City

Bozeman

State

MT

Zip Code

59715

Foreign Country**Relationship****Foundation Status**

PC

Purpose of grant/contribution

Operating Support

Amount

1,000

Name

The Land Institute

Street

2440 E Water Well Road

City

Salina

State

KS

Zip Code

67401

Foreign Country**Relationship****Foundation Status**

PC

Purpose of grant/contribution

Operating Support

Amount

5,000

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

▶ **File a separate application for each return.**▶ **Information about Form 8868 and its instructions is at www.irs.gov/form8868.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☐
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	Susan Scott Heyneman Foundation	74-2364561
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	PO Box 7113	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	Billings, MT 59103	

Enter the Return code for the return that this application is for (file a separate application for each return).

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ Scott Family Services, Inc.

Telephone No. ▶ (406) 255-5024

Fax No. ▶

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15/2015, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ ☒ calendar year 2014 or

▶ ☐ tax year beginning _____, and ending _____

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	466
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	950

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.