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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

2015Department of the Treasury
Internal Revenue Service

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▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2015 or tax year beginning

, and ending

Name of foundation SALLY LANGDON BAREFOOT FOUNDATION		A Employer identification number 20-0342204
Number and street (or P O box number if mail is not delivered to street address) 2490 WALL AVE	Room/suite	B Telephone number (see instructions) 801-621-0440
City or town, state or province, country, and ZIP or foreign postal code OGDEN UT 84401		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 4,828,346	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
(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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	556	556		
	4 Dividends and interest from securities	138,225	119,282		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 STMT 1	-55,687			
	b Gross sales price for all assets on line 6a 465,111				
	7 Capital gain net income (from Part IV, line 2)		291		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) STMT 2	2,142	11			
12 Total. Add lines 1 through 11	85,236	120,140	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	42,500			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 3	3,500	3,500		
	c Other professional fees (attach schedule) STMT 4	25,908	25,908		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 5	2,287	2,287		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	2,677	2,677		
	22 Printing and publications				
	23 Other expenses (att sch) STMT 6	2,270	2,270		
	24 Total operating and administrative expenses. Add lines 13 through 23	79,142	36,642	0	0
	25 Contributions, gifts, grants paid	281,850			281,850
26 Total expenses and disbursements. Add lines 24 and 25	360,992	36,642	0	281,850	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-275,756				
b Net investment income (if negative, enter -0-)		83,498			
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				
	2	Savings and temporary cash investments		587,607	86,596	86,596
	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 (att. schedule) ▶ Less allowance for doubtful accounts ▶	0			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges			5,181	5,181
	10a	Investments – U S and state government obligations (attach schedule)				
	b	Investments – corporate stock (attach schedule) SEE STMT 7		3,655,132	3,759,020	4,736,569
	c	Investments – corporate bonds (attach schedule)				
	11	Investments – land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch.) ▶				
	12	Investments – mortgage loans				
	13	Investments – other (attach schedule)				
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch.) ▶				
	15	Other assets (describe ▶))			
	16	Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)		4,242,739	3,850,797	4,828,346
Liabilities	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. ▶ <input type="checkbox"/>				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	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		4,242,739	3,850,797	
	30	Total net assets or fund balances (see instructions)		4,242,739	3,850,797	
	31	Total liabilities and net assets/fund balances (see instructions)		4,242,739	3,850,797	

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	4,242,739
2	Enter amount from Part I, line 27a	2	-275,756
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	29,762
4	Add lines 1, 2, and 3	4	3,996,745
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	145,948
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	3,850,797

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 MERRILL LYNCH				
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 291			291	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) 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			291	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		291
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 </div>		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))
2014	266,845	5,533,191	0.048226
2013	243,266	5,239,515	0.046429
2012	240,200	4,852,285	0.049502
2011	132,000	4,564,383	0.028920
2010	55,000	2,506,950	0.021939
2 Total of line 1, column (d)			2 0.195016
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 0.039003
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 5,123,564
5 Multiply line 4 by line 3			5 199,834
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 835
7 Add lines 5 and 6			7 200,669
8 Enter qualifying distributions from Part XII, line 4			8 281,850
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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	835
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	835
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	835
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	6,000
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	6,000
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	1
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	5,164
11	Enter the amount of line 10 to be Credited to 2016 estimated tax 5,164 Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
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?		
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) ► UT		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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 2015 or the taxable year beginning in 2015 (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

N/A

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	Yes	No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13		
14	The books are in care of ► W RORY YOUNGBERG, TRUSTEE 2050 COMBE ROAD Located at ► OGDEN UT ZIP+4 ► 84403 Telephone no ► 801-479-3021			
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 2015, 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. 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	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 2015?	N/A	
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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? If "Yes," list the years ► 20 , 20 , 20 , 20	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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.)	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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2015 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 2015.)	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 2015?	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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No	5b		
Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/>			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A <input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No	7b		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10				

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

0

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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3 ▶

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	4,863,882
b	Average of monthly cash balances	1b	337,706
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	5,201,588
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	5,201,588
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	78,024
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,123,564
6	Minimum investment return. Enter 5% of line 5	6	256,178

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	256,178
2a	Tax on investment income for 2015 from Part VI, line 5	2a	835
b	Income tax for 2015 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	835
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	255,343
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	255,343
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	255,343

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	281,850
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	281,850
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	835
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	281,015

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				255,343
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			11,563	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2015				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e				
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 281,850				
a Applied to 2014, but not more than line 2a			11,563	
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 2015 distributable amount				255,343
e Remaining amount distributed out of corpus	14,944			
5 Excess distributions carryover applied to 2015 (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	14,944			
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 2014 Subtract line 4a from line 2a Taxable amount – see instructions				
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				0
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 2010 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	14,944			
10 Analysis of line 9				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015	14,944			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling ▶					
b Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
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))	N/A
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	N/A
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here <input type="checkbox"/> 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	W RORY YOUNGBERG, TRUSTEE 801-479-3021 2050 COMBE ROAD OGDEN UT 84403
b The form in which applications should be submitted and information and materials they should include	SEE STATEMENT 11
c Any submission deadlines	SEPTEMBER 30
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors	SEE STATEMENT 12

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE STATEMENT 13				281,850
Total			▶ 3a	281,850
b Approved for future payment N/A				
Total			▶ 3b	

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Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description		How		Date	Date	Cost	Expense	Depreciation	Net
		Whom Sold	Received	Acquired	Sold				
									Gain / Loss
ALIBABA GROUP			PURCHASE	12/08/14	7/28/15	\$ 102,485	\$	\$	-22,557
GO PRO INC			PURCHASE	9/03/14	7/28/15	56,844			5,463
HOLOGIC INC			PURCHASE	11/05/14	1/26/15	82,473			5,520
MONSANTO CO NEW			PURCHASE	1/09/15	11/10/15	60,187			-14,107
FORD ARN ISSUER			PURCHASE	3/27/14	6/01/15	10,000			-7
F ARN ISSUER HSBC			PURCHASE	11/25/14	12/11/15	50,000			-4,835
HOLOGIC INC			PURCHASE	4/09/12	1/26/15	43,575			15,087
RIO TINTO			PURCHASE	5/28/13	7/28/15	43,545			-6,050
FREEPORT-MCMORAN			PURCHASE	10/01/08	7/28/15	52,761			-28,153
BP PLC			PURCHASE	6/24/15	6/24/15	22			22
BP PLC			PURCHASE	9/22/15	9/22/15	10			10
TATA MOTORS			PURCHASE	4/15/15	4/15/15	4			4
GOOGLE			PURCHASE	5/05/15	5/05/15	153			153
MARKWEST ENERGY			PURCHASE	4/19/12	12/04/15	18,928			-6,528
TOTAL						\$ 520,798	\$	\$	-55,978

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Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
REGENCY ENERGY	\$ 10	\$ 10	\$
ENERGY TRANS PARTNERS	1	1	
FEYE STEPS	2,131		
TOTAL	\$ 2,142	\$ 11	\$ 0

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
TAX PREPARATION FEES	\$ 3,500	\$ 3,500	\$	\$
TOTAL	\$ 3,500	\$ 3,500	\$ 0	\$ 0

Statement 4 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNT MANAGEMENT FEES	\$ 25,908	\$ 25,908	\$	\$
TOTAL	\$ 25,908	\$ 25,908	\$ 0	\$ 0

Statement 5 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAX WITHHOLDING	\$ 2,287	\$ 2,287	\$	\$
TOTAL	\$ 2,287	\$ 2,287	\$ 0	\$ 0

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Statement 6 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES	\$	\$	\$	\$
BANK SERVICE CHARGES	170	170		
MISCELLANEOUS EXPENSES	1,829	1,829		
OFFICE SUPPLIES	42	42		
POSTAGE	229	229		
ROYALTY EXPENSES				
TOTAL	\$ 2,270	\$ 2,270	\$ 0	\$ 0

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
EQUITIES				
MUTUAL FUNDS	\$ 3,560,263	\$ 3,664,425	COST	\$ 4,677,074
UNRECOGNIZED PTP LOSSES	94,869	94,595	COST	59,495
TOTAL	\$ 3,655,132	\$ 3,759,020	COST	\$ 4,736,569

Federal Statements**Statement 8 - Form 990-PF, Part III, Line 3 - Other Increases**

<u>Description</u>	<u>Amount</u>
NON DIVIDEND DISTRIBUTIONS	\$ 4,167
LTD PARTNERSHIP DISTRIBUTIONS	25,595
TOTAL	<u>\$ 29,762</u>

Statement 9 - Form 990-PF, Part III, Line 5 - Other Decreases

<u>Description</u>	<u>Amount</u>
UNREALIZED LOSS	\$ 138,273
2014 990-PF TAXES	1,675
2015 ESTIMATED TAX DEPOSITS	6,000
TOTAL	<u>\$ 145,948</u>

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**Statement 10 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees,
Etc.**

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
RORY YOUNGBERG 2050 COMBE ROAD OGDEN UT 84403	TRUSTEE	2.00	8,500	0	0
BARBARA YOUNGBERG 2050 COMBE ROAD OGDEN UT 84403	TRUSTEE	2.00	8,500	0	0
LISHA Y RUUD 111 GOLDEN HILLS CT DANVILLE CA 94526	TRUSTEE	2.00	8,500	0	0
KRISTIAN R YOUNGBERG 196 CAZNEAU AVENUE SAUSALITO CA 94965	TRUSTEE	2.00	8,500	0	0
LANCE L YOUNGBERG 1629 EAST 33RD SOUTH SALT LAKE CITY UT 84106	TRUSTEE	2.00	8,500	0	0

Federal Statements**Statement 11 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents**Description

SPECIFIC APPLICATION WHICH MAY BE OBTAINED DIRECTLY FROM
THE FOUNDATION.

Form 990-PF, Part XV, Line 2c - Submission DeadlinesDescription

SEPTEMBER 30

Statement 12 - Form 990-PF, Part XV, Line 2d - Award Restrictions or LimitationsDescription

GENERALLY FOUNDATIONS AND ORGANIZATIONS THAT FALL UNDER
THE PURPOSES OF THE FOUNDATION. THAT IS - RELIGIOUS,
EDUCATIONAL, CHARITABLE, SCIENTIFIC, AND LITERACY.

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Statement 13 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year

Name		Address		Relationship	Status	Purpose	Amount
1ST PRESBYTERIAN CHURCH OGDEN UT 84401				28TH & QUINCY	PUBLIC/PRIVA	CONTRIB/GRANT	5,000
ARF				2890 MITCHELL DR			
WALNUT CREEK CA 94598				PUBLIC/PRIVA	CONTRIB/GRANT		250
BOSTON UNIVERSITY				264 BAY STATE ROAD			
BOSTON MA 02215				PUBLIC	CONTRIBUTION		14,000
BOY SCOUTS TRAPPER TRAILS				1200 EAST 5400 SOUTH			
OGDEN UT 84403				PUBLIC/PRIVA	CONTRIBUTION		5,000
CITY OF LARKSPUR				400 MAGNOLIA AVENUE			
LARKSPUR CA 94939				PUBLIC	CONTRIBUTION		1,000
DOCTORS WITHOUT BORDERS				333 SEVENTH AVE 2ND FLOOR			
NEW YORK NY 10001				PUBLIC/PRIVA	CONTRIB/GRANT		5,000
DUPUYTREN FOUNDATION				1732 S CONGRESS AVE #348			
PALM SPRINGS FL 33461				PRIVATE	CONTRIBUTION		5,000
EDUCATION FOR GENERATIONS				866 DEVON DRIVE			
BOUNTIFUL UT 84010				PUBLIC/PRIVA	CONTRIBUTION		24,000
GRETTA FOUNDATION				ONE SANSOME STREET #3500			
SAN FRANCISCO CA 94104				PUBLIC/PRIVA	CONTRIB/GRANT		24,600
HILL AEROSPACE MUSEUM				7961 WARDLEIGH ROAD			
HILL AFB UT 84056				PUBLIC	CONTRIBUTION		10,000
KNIGHT TEMPLER EYE FOUNDATION				1033 LONG PRAIRIE RD #5			
FLOWER MOUND TX 75022				PUBLIC/PRIVA	CONTRIB/GRANT		5,000
LAKE COUNTY WILDFIRE RELIEF				16285A MAIN STREET			
LOWER LAKE CA 95457				PUBLIC	CONTRIBUTION		750
OGDEN NATURE CENTER				966 WEST 12TH STREET			
OGDEN UT 84404				PUBLIC	CONTRIBUTION		5,000
OGDEN OPERA GUILD				2580 JEFFERSON AVENUE			
OGDEN UT 84401				PUBLIC/PRIVA	CONTRIB/GRANT		2,000
OGDEN WEBER ATC				200 NORTH WASHINGTON BLVD			
OGDEN UT 84404				PUBLIC/PRIVA	CONTRIB/GRANT		20,000
SALT LAKE MASONIC TEMPLE RESTORATIO				650 EAST SOUTH TEMPLE			
SALT LAKE CITY UT 84102				PRIVATE	CONTRIBUTION		50,000
SCANDINAVIAN SCHOOL				20 WOODSIDE AVE			
SAN FRANCISCO CA 94127				PUBLIC/PRIVA	CONTRIB/GRANT		2,000

Federal Statements

**Statement 13 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)**

Name		Address		Relationship	Status	Purpose	Amount
Address							
SCOTTISH RITE FOUNDATION		650 EAST SOUTH TEMPLE				CONTRIBUTION	10,000
SALT LAKE CITY UT 84102	NONE	PRIVATE					
SHRINERS HOSPITAL		FAIRFAX RD AT VIRGINIA ST				CONTRIB/GRANT	33,250
SALT LAKE CITY UT 84103	NONE	PUBLIC/PRIVA					
SPARK		230 DOHERTY DRIVE				CONTRIBUTION	1,000
LAKESPUR CA 94939	NONE	PUBLIC					
ST TIMOTHY EPISCOPAL CHURCH		1550 DIABLO ROAD				CONTRIB/GRANT	2,000
DANVILLE CA 94526	NONE	PUBLIC/PRIVA					
TWIN CITIES/CITY OF LARKSPUR		400 MAGNOLIA AVE				CONTRIB/GRANT	2,000
LARKSPUR CA 94939	NONE	PUBLIC/PRIV					
UNIVERSITY OF UTAH SCHOOL OF BUSINE		540 ARAPEEN DRIVE SUITE 2				CONTRIB/GRANT	5,000
SALT LAKE CITY UT 84108	NONE	PUBLIC/PRIVA					
UNIVERSITY OF UTAH SCHOOL OF COMMUN		540 ARAPEEN DRIVE SUITE 2				CONTRIB/GRANT	5,000
SALT LAKE CITY UT 84108	NONE	PUBLIC/PRIVA					
UTAH STATE UNIVERSITY		OLD MAIN HILL				CONTRIBUTION	5,000
LOGAN UT 84322	NONE	PUBLIC					
WEBER MORGAN CHILDRENS JUSTICE		2408 VAN BUREN AVENUE				CONTRIB/GRANT	5,000
OGDEN UT 84401	NONE	PUBLIC/PRIVA					
WEBER PATHWAYS		298 24TH STREET #325				CONTRIBUTION	5,000
OGDEN UT 84401	NONE	PUBLIC					
WEBER STATE UNIVERSITY		4018 UNIVERSITY CIRCLE				CONTRIBUTION	20,000
OGDEN UT 84408	NONE	PUBLIC					
YOUTH IMPACT		2305 GRANT AVENUE				CONTRIB/GRANT	10,000
OGDEN UT 84401	NONE	PUBLIC/PRIVA					
TOTAL							281,850