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 instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016, or tax year beginning 01-01-2016 , and ending 12-31-2016

Name of foundation
THE FRANCES W BURTON FOUNDATION

% KIM MCREYNOLDS

Number and street (or P O box number if mail is not delivered to street address) Room/suite
3165 EAST MILLROCK DRIVE Suite 340

City or town, state or province, country, and ZIP or foreign postal code
HOLLADAY, UT 84121

A Employer identification number
20-4214804

B Telephone number (see instructions)
(801) 269-1818

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)*▶$ 4,257,585

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)	25,800			
	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	58,306	58,306		
	5a	Gross rents	12	12		
	b	Net rental income or (loss) 12				
	6a	Net gain or (loss) from sale of assets not on line 10	57			
	b	Gross sales price for all assets on line 6a 4,112,013				
	7	Capital gain net income (from Part IV, line 2)		121,620		
	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)	4,826	15		
	12	**Total.** Add lines 1 through 11	89,001	179,953		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	4,550	0	0	4,550
	c	Other professional fees (attach schedule)	32,937	32,937		
	17	Interest	228	228		
	18	Taxes (attach schedule) (see instructions)	405	405		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	620	620		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	38,740	34,190	0	4,550
	25	Contributions, gifts, grants paid	269,325			269,325
	26	**Total expenses and disbursements.** Add lines 24 and 25	308,065	34,190	0	273,875
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-219,064			
	b	**Net investment income** (if negative, enter -0-)		145,763		
	c	**Adjusted net income**(if negative, enter -0-)				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	266,486	750,833	750,833
	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)	5,081,402	3,861,028	3,506,752
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	5,347,888	4,611,861	4,257,585
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.**			
	24	Unrestricted	5,347,888	4,611,861	
	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)	5,347,888	4,611,861	
	31	**Total liabilities and net assets/fund balances** (see instructions)	5,347,888	4,611,861	

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	5,347,888
2	Enter amount from Part I, line 27a	2	-219,064
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	5,128,824
5	Decreases not included in line 2 (itemize) ▶	5	516,963
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,611,861

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	SEE ATTACHED - FW 1414 ST			
b	SEE ATTACHED - FW 1414 LT			
c	BLACKSTONE K-1 LT			
d	BLACKSTONE K-1 ST			
e	CAPITAL GAIN DIVIDENDS	P		

	(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	2,438,499		2,318,775	127,706
b	1,651,305		1,679,600	-28,295
c	149			149
d	4			4
e				22,056

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a				119,724
b				-28,295
c				149
d				4
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	121,620
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 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))
2015	268,798	7,759,305	0 034642
2014	272,220	6,855,116	0 03971
2013	251,903	6,275,046	0 040144
2012	249,827	4,522,322	0 055243
2011	261,112	4,958,681	0 052658

2	**Total** of line 1, column (d)	2	0 222397
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 044479
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	4,116,633
5	Multiply line 4 by line 3	5	183,104
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,458
7	Add lines 5 and 6	7	184,562
8	Enter qualifying distributions from Part XII, line 4	8	273,875

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	1,458
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	1,458
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	1,458
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 — 6a		
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	0
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached	8	42
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	1,500
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ **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		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		
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		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
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		
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ ________			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities (continued)

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

Website address ▶N/A

14 The books are in care of ▶KIM MCREYNOLDS Telephone no ▶(801) 269-1818

Located at ▶299 MAINSTREET SALT LAKE CITY UT ZIP+4 ▶84111

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 2016, 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		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) 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		
	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 2016?	1c		No
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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ 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		No
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 2016 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 2016)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 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**		
	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**		No
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		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	Title, and average hours per week **(b)** devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Additional Data Table				

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

(a) Name and address of each employee paid more than $50,000	Title, and average hours per week **(b)** devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances

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
Total number of others receiving over $50,000 for professional services. . . . . ▶		

Part IX-A **Summary of Direct Charitable Activities**

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
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	3,638,873
b	Average of monthly cash balances.	1b	540,450
c	Fair market value of all other assets (see instructions).	1c	0
d	**Total** (add lines 1a, b, and c).	1d	4,179,323
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	0
3	Subtract line 2 from line 1d.	3	4,179,323
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	62,690
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,116,633
6	**Minimum investment return.** Enter 5% of line 5.	6	205,832

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	205,832
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	1,458		
b	Income tax for 2016 (This does not include the tax from Part VI).	2b			
c	Add lines 2a and 2b.			2c	1,458
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	204,374
4	Recoveries of amounts treated as qualifying distributions.			4	
5	Add lines 3 and 4.			5	204,374
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	204,374

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	273,875
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	273,875
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	1,458
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	272,417

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7					204,374
2 Undistributed income, if any, as of the end of 2016					
a Enter amount for 2015 only.					
b Total for prior years 2014 , 2013 , 2012					
3 Excess distributions carryover, if any, to 2016					
a From 2011.	16,451				
b From 2012.	28,580				
c From 2013.	57,647				
d From 2014.					
e From 2015.	14,362				
f **Total** of lines 3a through e.		117,040			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 273,875					
a Applied to 2015, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).					
d Applied to 2016 distributable amount.					204,374
e Remaining amount distributed out of corpus		69,501			
5 Excess distributions carryover applied to 2016 *(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		186,541			
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 2015 Subtract line 4a from line 2a Taxable amount—see instructions					
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017					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 2011 not applied on line 5 or line 7 (see instructions) . . .		16,451			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a		170,090			
10 Analysis of line 9					
a Excess from 2012. . . .	28,580				
b Excess from 2013. . . .	57,647				
c Excess from 2014. . . .					
d Excess from 2015. . . .	14,362				
e Excess from 2016. . . .	69,501				

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 2016, enter the date of the ruling. . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2016	**(b)** 2015	**(c)** 2014	**(d)** 2013	
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 organization had $5,000 or more in assets at any time during the year—see instructions.)**

1 Information Regarding Foundation Managers:

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

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

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

GARY TERAN
6440 S MILLROCK DRIVE
HOLLADAY, UT 84121
(801) 269-1818

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

AVAILABLE UPON REQUEST

c Any submission deadlines

DECEMBER 31 OF EACH CALENDER YEAR

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

NONE

Part XV Supplementary Information (continued)

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

Recipient 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 Additional Data Table				
Total . . . . ▶ **3a**				269,325
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. . . .					58,306
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.					69
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a IRS REFUND					4,826
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .					63,201

13 **Total.** Add line 12, columns (b), (d), and (e). 13 63,201

(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)**		**No**
(2) Other assets.	**1a(2)**		**No**
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		**No**
(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		**No**
(3) Rental of facilities, equipment, or other assets.	**1b(3)**		**No**
(4) Reimbursement arrangements.	**1b(4)**		**No**
(5) Loans or loan guarantees.	**1b(5)**		**No**
(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		**No**
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		**No**

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

******	2017-11-15	******	May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
Joanna Johnston				P01075079
Firm's name ▶ BDO USA LLP				Firm's EIN ▶
Firm's address ▶ 299 S MAIN ST 10TH FLOOR SALT LAKE CITY, UT 84111				Phone no (801) 269-1818

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
KIM PLAUTZ 7941 S MAJESTIC RIDGE DRIVE SALT LAKE CITY, UT 84121	TRUSTEE 1 0	0	0	0
BRET GUNDERSON 146 EAST 1020 NORTH OREM, UT 84121	MEMBER 1 0	0	0	0
GARY TERAN 6440 S MILLROCK DR HOLLADAY, UT 84121	MEMBER 1 0	0	0	0
ANDREA W BAUER 6720 NORTH SCOTTSDALE ROAD 170 SCOTTSDALE, AZ 85253	MEMBER 1 0	0	0	0
JOHN S BRADLEY 111 EAST BROADWAY 11TH FLOOR SALT LAKE CITY, UT 84111	MEMBER 1 0	0	0	0
SCOTT BURTON 1192 E DRAPER PARKWAY STE 472 DRAPER, UT 84020	MEMBER 1 0	0	0	0

Form 990PF Part XV Line 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*				
ADOPT A NATIVE ELDER PO BOX 3401 PARK CITY, UT 84060			HELP BRIDGE THE GAAP BETWEEN NATIVE AMERICANS AND OTHER CULTURES	6,975
ALASKA AUDUBON SOCIETY 431 WEST AVE SUITE 101 ANCHORAGE, AK 99501			HELP PROTECT BIRDS AND OTHER WILDLIFE	250
ALASKA PUBLIC MEDIA 3877 UNIVERSITY DRIVE ANCHORAGE, AK 99508			PROMOTE BROADCASTING IN ALASKA	1,000
ALOHA MEDICAL MISSION 810 N VINEYARD BLVD HONOLULU, HI 96817			PROVIDE MEDICAL TREATMENTS FOR SMALLER RURAL TOWNS WHERE POPULATIONS ARE FREQUENTLY UNDERSERVED	15,000
AMERICAN CANCER SOCIETY 375 E 100 S SALT LAKE CITY, UT 84111			FUNDING CANCER RESEARCH	10,000
Total . . . . ▶ 3a				269,325

Form 990PF Part XV Line 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*				
AMERICAN RED CROSS 555 E 300 SOUTH STE 200 SALT LAKE CITY, UT 84102			HELP THOSE AFFECTED BY DISASTERS	5,000
ANCHORAGE GOSPEL RESCUE MISSION 2823 E TUDOR RD ANCHORAGE, AK 99507			PROVIDES BED'S FOR SIGNLE MEN & WOMEN AS WELL AS HOT MEALS, CLOTHES, ETC	500
ANCHORAGE OPERA 1507 SPAR AVENUE ANCHORAGE, AK 99501			PROVIDES MUSIC & ENTERTAINMENT FOR ANCHORAGE	3,000
ANGEL HANDS 11152 SOUTH SUNUP WAY SOUTH JORDAN, UT 84095			IMPROVE THE QUALITY OF LIFE FOR INDIVIDUALS LIVING WITH RARE DISEASES	2,500
BOY SCOUTS OF AMERICA 525 FOOTHILL DRIVE SALT LAKE CITY, UT 84113			PREPARE YOUNG PEOPLE TO MAKE ETHICAL AND MORAL CHOICES OVER THEIR LIFETIMES	1,600
Total . . . . ▶ 3a				269,325

Form 990PF Part XV Line 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*				
BROTHER FRANCIS SHELTER KODIAK 410 THORSHEIM STREET KODIAK, AK 99615			PROVIDE A SPACE FOR INDIVIDUALS WITHOUT HOMES	500
CATHOLIC RELIEF SERVICES 228 W LEXINGTON STREET BALTIMOR, MD 21201			ASSIST THE POOR AND VULNERABLE OVERSEAS & CHERISH PRESERVE & UPHOLD THE SACREDNESS AND DIGNITY OF ALL HUMAN LIFE	2,500
CATHLOLIC SOCIAL SERVICES 1600 BAY STREET PO BOX M/SO STATION FALL RIVER, MA 02724			PROVIDES ASSISTANCE TO INDIVIDUALS WHO FACE VARIOUS FORMS OF OPPRESSION AND INJUSTICE WITHIN SOUTHEASTERN MASSACHUSETTS	2,500
CHILDREN'S SERVICE CENTER 1855 EAST MEDICAL DRIVE SALT LAKE CITY, UT 84112			PROVIDE TREATMENT, ADOPTION SERVICES AND MORE ABOUT DIVSERITY	5,000
CHOICE HUMANITARIAN 7879 S 1530 W 200 WEST JORDAN, UT 84088			HELP REDUCE EXTREME POVERTY	10,000
Total . . . . ▶ **3a**				269,325

Form 990PF Part XV Line 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*				
CITY OF OREM FOUNDATION 56 N STATE STREET OREM, UT 84057			STRIVES TO BUILD AN ALL-ABILITIES PLAYGROUND FOR CHILDREN THIS WOULD ALLOW CHILDREN WITH DISABILITIES TO HAVE THE OPPORTUNITIES TO TAKE ADVANTAGE OF THE BENEFITS PLAYGROUNDS PROVIDE	2,500
COMMUNITY NURSING SVS 2830 S REDWOOD ROAD SUITE A WEST VALLEY CITY, UT 84119			PROVIDES CARE WHEN INDIVIDUALS SUFFER SERIOUS INJURY OR ILLNESS	5,000
COVENANT HOUSE 461 EIGHTH AVENUE NEW YORK, NY 10001			HELPING HOMELESS & CHILDREN	500
CYRANOS THEATRE COMPANY 411 D STREET ANCHORAGE, AK 99501			PROVIDES MUSIC & ENTERTAINMENT TO ANCHORAGE	1,000
DOCTORS WITHOUT BORDERS 333 7TH AVENUE 2ND FLOOR NEW YORK, NY 10001			PROVIDE MEDICAL TREATMENT TO INDIVIDUALS ACCROSS THE GLOBE	2,000
Total . . . . ▶ **3a**				269,325

Form 990PF Part XV Line 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*				
FOOD FOR THE POOR 6401 LYONS ROAD COCONUT CREEK, FL 33073			FEEDING HUNGRY INDIVIDUALS THROUGHOUT USA	1,500
GHANA MAKE A DIFFERENCE 12000 W NEW HOPE RD STAR, ID 83669			PROVIDING GHANAIAN CHILDREN WITH A PLACE TO CALL HOME INCLUDING FOOD, SHELTER, AND PHYSICAL & MENTAL NURTURING	10,000
HABITAT FOR HUMANITY PO BOX 682704 PARK CITY, UT 84096			ENGAGE IN NEIGHBORHOOD REVITALIZATION, SHELTER INNOVATION, DISASTER RESPONSE ETC	1,000
THE HAPPY FACTORY 896 N 1275 W CEDAR CITY, UT 84721			GIVE AWAY TOYS TO CHILDREN IN NEED	5,000
HOLY SPIRIT CENTER ANCHORAGE 10980 HILLSIDE DRIVE ANCHORAGE, AK 99507			PROVIDE SPIRITUAL GUIDANCE TO THOSE IN NEED	500
Total . . . . ▶ **3a**				269,325

Form 990PF Part XV Line 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*				
LOWELL BENNION CENTER 200 S CENTERAL CAMPUS DRIVE UNION R SALT LAKE CITY, UT 84112			PROVIDES STUDENTS WITH OPPORTUNITIES FOR VOLUNTEERING AT VARIOUS EVENTS INCLUDING AFTER SCHOOL PROGRAMS, SENIORS AND COMPUTERS, AND TRANSPORTATION HELP ETC	5,000
MILLIES'S PRINCESS FOUNDATION 2873 EAST ETINNE WAY SANDY, UT 84093			RAISES MONEY FOR CANCER RESEARCH	10,000
MISSION POSSIBLE KIDS 2220 COIT ROAD PLANO, TX 75075			EMPOWERS CHILDREN TO BE ACTIVE IN THEIR COMMUNITIES BY ENGAGING THEM TO BE "AGENTS" OF CHANGE	2,500
NATIONAL ABILITY CENTER PO BOX 682799 PARK CITY, UT 84068			EMPOWERS INDIVIDUALS TO BUILD SELF ESTEEM, CONFIDENCE, AND LIFETIME SKILLS THROUGH SPORTS, RECREATIONG, AND EDUCATION	6,000
NATIONAL MULTIPLE SCLEROSIS 101A 1ST AVE WALTHAM, MA 02451			PROVIDES FUNDING FOR MS	20,000
Total . . . . ▶ **3a**				269,325

Form 990PF Part XV Line 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*				
NORTHERN UTAH AUTISM PROGRAM 1100 ORCHARD AVE OGDEN, UT 84404			A PROGRAM FOR EARLY INTERVENTION FOR CHILDREN DIAGNOSED WITH AUTISM OR PERVASIVE DEVELOPMENT DISORDER	1,500
PARTNERS FOR PROGRESS 23525 W MILTON ROAD WAUCONDA, IL 60084			PROVIDE HORSEBACK RIDING OPPORTUNITIES FOR DISABLED INDIVIDUALS TO BUILD CORE STRENGTH	10,000
PRIMARY CHILDREN'S MEDICAL CENTER 100 NORTH MARIO CAPECCHI SALT LAKE CITY, UT 84113			PROVIDES CHILDREN IN NEED WITH MEDICAL CARE	15,000
RISING STAR OUTREACH 3305 NORTH UNIVERSITY AVENUE SUITE PROVO, UT 84604			PROVIDE MICRO-GRANTS TO HELP LEPROSY COLONIES BECOME THRIVING SELF-SUFFICIENT COMMUNITIES	10,000
SALVATION ARMY OF ALASKA 3313 E LAKEVIEW ROAD WASILLA, AK 99645			ATTEMPT TO OVERCOME POVERTY, PROVIDE SHELTER, COMBAT ADDITION AND MORE	500
Total . . . . ▶ **3a**				269,325

Form 990PF Part XV Line 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*				
SAVANNAH'S SONG FOR ST JUDE PO BOX 1577 DRAPER, UT 84020			CHILDREN'S RESEARCH HOSPITAL	29,500
SAVE OUR CANYONS 824 SOUTH 400 WEST B115 SALT LAKE CITY, UT 84101			STRIVES TO PROTECT AND SAVE THE WILDNESS & BEAUTY OF THE WASATCH MOUNTAINS, CANYONS, AND FOOTHILLS	6,000
SHELTER BOX USA 7359 MERCHANT COURT SARASOTA, FL 34240			PROVIDES DISASTER RELIEF	1,500
SONS OF BASEBALL 3165 MILLROCK DRIVE SUITE SALT LAKE CITY, UT 84121			BRING CHILDREN LIVING WITH DISABILITIES OR BATTLING LIFE THREATENING MEDICAL CONDITIONS TOGETHER WITH THE BASEBALL COMMUNITY TO CREATE POSITIVE AND LASTING BASEBALL EXPERIENCES	5,000
ST PATRICKS PARISH 1058 W 400 S SALT LAKE CITY, UT 84104			PROVIDE RELIGIOUS SERVICES AND OTHER AID TO PEOPLE IN NEED	6,500
Total . . . . ▶ **3a**				269,325

Form 990PF Part XV Line 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*				
THE BRADLEY CENTER 1001 NORTH FOURTH STREET MILWAUKEE, WI 53203			PROVIDE PRIZES FOR A WIDE RANGE OF SUBSTANTIVE SYMPOSIUMS ON IMPORTANT POLITICAL AND CULTURAL ISSUES FACING THE COUNTRY	5,000
THE ROAD HOME 210 S RIO GRANDE ST SALT LAKE CITY, UT 84101			PROVIDE SHELTER AND FOOD FOR HOMELESS UTAHNS	5,000
TREKKING FOR KIDS PO BOX 25493 WASHINGTON, DC 20027			ORGANIZES PURPOSE-DRIVEN TREKS FOR SOCIALLY CONCIOUS HIKERS IN SOME OF THE WORLD'S MOST REMOTE AND ICONIC LOCATIONS FUNDS ARE USED TO RAISE INFRASTRUCTURE IN REMOTE LOCATIONS FOR CHILDREN AND THEIR FAMILIES	10,000
UNITED WAY (ANCHORAGE) 701 W 8TH AVE 230 ANCHORAGE, AK 99501			FOCUSED ON CREATING COMMUNITY-BASED AND COMMUNITY-LED SOLUTIONS THAT STRENGTHEN THE CORNERSTONES FOR A GOOD QUALITY OF LIFE EDUCATION, FINANCIAL STABILITY, AND HEALTH	10,000
UTAH DINE BIKEYAH 352 S DENVER ST 315 SALT LAKE CITY, UT 84111			PRESERVE AND PROTECT THE CULTURAL AND NATURAL RESOURCES OF ANCESTRAL NATIVE AMERICAN LANDS TO BENEFIT AND BRING HEALING TO PEOPLE AND THE EARTH	7,500
Total . . . . ▶ **3a**				269,325

Form 990PF Part XV Line 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*				
WASATCH THEATRE 10776 PINE GROVE WAY SOUTH JORDAN, UT 84095			PROVIDE ENTERTAINMENT & MUSIC TO UTAHN'S	7,500
Total . . . . ▶ 3a				269,325

TY 2016 Accounting Fees Schedule

Name: THE FRANCES W BURTON FOUNDATION

EIN: 20-4214804

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	4,550			4,550

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

TY 2016 Depreciation Schedule

Name: THE FRANCES W BURTON FOUNDATION

EIN: 20-4214804

TY 2016 Investments Corporate Stock Schedule

Name: THE FRANCES W BURTON FOUNDATION

EIN: 20-4214804

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EQUITIES	3,861,028	3,506,752

TY 2016 Other Decreases Schedule

Name: THE FRANCES W BURTON FOUNDATION

EIN: 20-4214804

Description	Amount
MATCHING COST BASIS STATEMENT	516,963

TY 2016 Other Expenses Schedule

Name: THE FRANCES W BURTON FOUNDATION

EIN: 20-4214804

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEES	610	610		
BLACKSTONE K-1	10	10		

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491318012077

TY 2016 Other Income Schedule

Name: THE FRANCES W BURTON FOUNDATION

EIN: 20-4214804

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
TAX REFUND	4,811		
BLACKSTONE K-1	15	15	

TY 2016 Other Professional Fees Schedule

Name: THE FRANCES W BURTON FOUNDATION

EIN: 20-4214804

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MANAGEMENT FEES	32,937	32,937		

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TY 2016 Taxes Schedule

Name: THE FRANCES W BURTON FOUNDATION

EIN: 20-4214804

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	405	405		

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491318012077

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

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 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

2016

Name of the organization
THE FRANCES W BURTON FOUNDATION

Employer identification number
20-4214804

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 other 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 33 1 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 990PF, 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
THE FRANCES W BURTON FOUNDATION

Employer identification number
20-4214804

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	ROBERT BRYNER 144 E 300 N LOGAN, UT84321	$ 15,800	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	R DIRK NOYES 376 N CRESTLINE CIRCLE SALT LAKE CITY, UT84103	$ 10,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
THE FRANCES W BURTON FOUNDATION	20-4214804

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
THE FRANCES W BURTON FOUNDATION

Employer identification number
20-4214804

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

(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

(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

(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