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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	130,459	39,503		39,503	
	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)	2,006,222	2,309,443		2,519,762	
	c	Investments—corporate bonds (attach schedule)	942,663	666,078		650,147	
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	181,918	181,918		127,515	
	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)	3,261,262	3,196,942		3,336,927		
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					
	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	3,010,288	3,010,288			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0	0			
	29	Retained earnings, accumulated income, endowment, or other funds	250,974	186,654			
30	Total net assets or fund balances (see instructions)	3,261,262	3,196,942				
31	Total liabilities and net assets/fund balances (see instructions) .	3,261,262	3,196,942				

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	3,261,262
2	Enter amount from Part I, line 27a	2	-64,320
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	3,196,942
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	3,196,942

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	31,098
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	176,207	3,444,983			0 051149
2014	167,816	3,624,562			0 046300
2013	153,728	3,415,387			0 045010
2012	163,934	3,299,334			0 049687
2011	148,367	3,314,807			0 044759
2 Total of line 1, column (d)				2	0 236905
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 047381
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5				4	3,287,933
5 Multiply line 4 by line 3				5	155,786
6 Enter 1% of net investment income (1% of Part I, line 27b)				6	1,116
7 Add lines 5 and 6				7	156,902
8 Enter qualifying distributions from Part XII, line 4				8	175,879

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	1,116
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	1,116
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	1,116
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	2,893
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	2,893
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,777
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ 1,777 Refunded ☐	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>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</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 0 (2) On foundation managers ☐ \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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? <i>If "Yes," attach the statement required by General Instruction T</i>	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	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ AZ		
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? <i>If "No," attach explanation</i> .	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)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	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? Website address ► N/A	13	Yes	
14	The books are in care of ► THE FOUNDATION Telephone no ► (520) 624-6691			

Located at **►** 4801 E BROADWAY BLVD STE 301 TUCSON AZ ZIP+4 **►** 857113635

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 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? 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 ►	16	Yes	No

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.

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

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
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>				
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
	<i>If "Yes" to 6b, file Form 8870</i>				
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			

[illegible]

Total number of other employees paid over \$50,000.	0
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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.		0

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	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	3,207,426
b	Average of monthly cash balances.	1b	130,577
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	3,338,003
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	3,338,003
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	50,070
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	3,287,933
6	Minimum investment return. Enter 5% of line 5.	6	164,397

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	164,397
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	1,116
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,116
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	163,281
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	163,281
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	163,281

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	175,879
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	
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	175,879
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	1,116
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	174,763

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				163,281
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			170,263	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 175,879				
a Applied to 2015, but not more than line 2a			170,263	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2016 distributable amount.				5,616
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				157,665
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).	0			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.				
e Excess from 2016.				

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)

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) 2016	(b) 2015	(c) 2014	(d) 2013	
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))

CLAYTON N NILES

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

MR JAMES M SAKRISON
4801 E BROADWAY STE 301
TUCSON, AZ 85711
(520) 624-6691

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

REQUEST FOR CONSIDERATION SHOULD BE IN A TYPEWRITTEN FORMAT WITH EVIDENCE OF TAX-EXEMPT STATUS, AS WELL AS INDICATING THE CHARITABLE PURPOSE THE FUNDING WILL SERVE

c Any submission deadlines

REQUESTS SHOULD BE RECEIVED NO LATER THAN NOVEMBER 1 OF THE YEAR THEY ARE TO BE DISTRIBUTED

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

N/A

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	174,500
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	108,777	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	31,098	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e). .		0		139,875	0
13 Total. Add line 12, columns (b), (d), and (e).			13		139,875

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII

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

[illegible]

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

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

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

Print/Type preparer's name DAVID B BARBER CPACFE	Preparer's Signature	Date	Check if self-employed ☐	PTIN P00348638
Firm's name ▶ REGIER CARR & MONROE LLP				Firm's EIN ▶ 48-0573184
Firm's address ▶ 4801 E BROADWAY BLVD STE 501 TUCSON, AZ 857113648				Phone no (520) 624-8229

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
METROPOLITAN WEST TOTAL	P	2015-05-06	2016-03-02
PIMCO INCOME INST	P	2015-05-06	2016-03-02
METROPOLITAN WEST TOTAL	P	2014-05-30	2016-03-02
PIMCO INCOME INST	P		2016-03-02
STONE RIDGE HIGH YIELD REINSURANCE	P		2016-12-15
STONE RIDGE HIGH YIELD REINSURANCE	P		2016-12-15
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
56,118		56,931	-813
61,654		65,708	-4,054
28,862		29,193	-331
23,326		25,299	-1,973
20,307		20,367	-60
97,673		99,453	-1,780
40,109			40,109

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-813
			-4,054
			-331
			-1,973
			-60
			-1,780
			40,109

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

(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	Expense account, (e) other allowances
CLAYTON N NILES	PRESIDENT 0 50	0	0	0
3567 E SUNRISE DR 225 TUCSON, AZ 85718				
JAMES M SAKRISON	SECRETARY 5 00	0	0	0
4801 E BROADWAY STE 301 TUCSON, AZ 85711				
TERRY GODDARD	VICE PRESIDENT 0 00	0	0	0
503 WEST PORTLAND PHOENIX, AZ 85003				
CLAYTON E NILES	TREASURER 1 00	0	0	0
3567 E SUNRISE DR 225 TUCSON, AZ 85718				
ROBERT HARBOUR	DIRECTOR 0 00	0	0	0
1985 E RIVER ROAD STE 201 TUCSON, AZ 85718				
HOLLY CLARK	DIRECTOR 0 00	0	0	0
4959 ROCK CANYON ROAD TUCSON, AZ 85750				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN RED CROSS 2916 E BROADWAY BLVD TUCSON, AZ 85716	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	10,000
AMITY HOUSE 188 E BROADWAY BLVD TUCSON, AZ 85701	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	3,000
ANGEL CHARITIES FOR CHILDREN INC PO BOX 14225 TUCSON, AZ 85732	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	10,000
ARIZONA THEATRE COMPANY 343 S SCOTT AVE TUCSON, AZ 85701	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	5,000
BOYS & GIRLS CLUB PO BOX 40217 TUCSON, AZ 85717	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	6,000
CHILDSPLAY TUCSON SCHOOL TOURING PROGRAM 408 S SIXTH AVE TUCSON, AZ 85701	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	5,000
DANCING IN THE STREETS 6411 E BRIAN KENT TUCSON, AZ 85710	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	5,000
DIRECT CAREGIVER ASSOCIATION 3003 S COUNTRY CLUB RD TUCSON, AZ 85713	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	5,000
DOLLARS FOR SCHOLARS 33 OCHOA TUCSON, AZ 85702	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	3,500
ERIK HITE FOUNDATION 9420 E GOLF LINKS RD 265 TUCSON, AZ 85730	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	2,000
FIRST FOCUS ON KIDS 330 N COMMERCE PARK LOOP STE 200 TUCSON, AZ 85745	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	10,000
GODS VAST RESOURCES PO BOX 17508 TUCSON, AZ 85731	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	2,000
GOSPEL RESCUE MISSION 707 W MIRACLE MILE RD TUCSON, AZ 85705	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	3,000
GRAND CANYON YOUTH 2131 N 1ST ST FLAGSTAFF, AZ 86004	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	5,000
INTERFAITH COMMUNITY SERVICE 2820 W INA RD TUCSON, AZ 85741	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	3,000
Total ► 3a				174,500

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
INTERMOUNTAIN CENTERS FOR HUMAN DEVELOPMENT PO BOX 17749 TUCSON, AZ 85731	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	3,000
LIBRARIES LIMITED 1030 E BASELINE RD STE 105-1025 TEMPE, AZ 85283	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	6,500
LITERACY CONNECTS 2850 E SPEEDWAY BLVD TUCSON, AZ 85716	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	5,000
MAKE WAY FOR BOOKS 3180 N SWAN RD STE 100 TUCSON, AZ 85712	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	8,000
ONE-ON-ONE PARTNERS 2536 E 6TH ST STE 100 TUCSON, AZ 85716	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	2,500
OUR FAMILY SERVICES 3830 E BELLEVUE ST TUCSON, AZ 85716	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	10,000
PIMA COUNCIL ON AGING 8467 E BROADWAY BLVD TUCSON, AZ 85710	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	10,000
RED MOUNTAIN MONTESSORI ACADEMY 6426 E MCDOWELL RD MESA, AZ 85215	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	7,000
SOUTHERN AZ LEGAL AID 2343 E BROADWAY BLVD 200 TUCSON, AZ 85719	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	10,000
ST LUKE'S HOME 615 E ADAMS ST TUCSON, AZ 85705	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	5,000
TU NIDITO 3922 N MOUNTAIN AVE TUCSON, AZ 85719	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	3,000
TUCSON COMMUNITY FOOD BANK 3003 S COUNTRY CLUB RD 221 TUCSON, AZ 85713	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	5,000
UNITED WAY 330 N COMMERCE PARK LOOP STE 200 TUCSON, AZ 85745	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	2,000
WESTERN NATIONAL PARK ASSOCIATION 2880 N VISTOSO VILLAGE DR TUCSON, AZ 85755	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	1,000
YMCA FAMILY PROGRAM UNIT 60 W ALAMEDA ST TUCSON, AZ 85701	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	10,000
Total ► 3a				174,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
YOUTH ON THEIR OWN 1443 W PRINCE RD TUCSON, AZ 85705	NONE	501(C)(3) PUBLIC CHA	GENERAL CHARITABLE PURPOSE	9,000
Total 				174,500
3a				

TY 2016 Accounting Fees Schedule

Name: THE ELIOT SPALDING FOUNDATION
C/O JAMES SAKRISON

EIN: 86-6050507

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	2,200	1,540		660

TY 2016 General Explanation Attachment**Name:** THE ELIOT SPALDING FOUNDATION

C/O JAMES SAKRISON

EIN: 86-6050507**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1	SUBSTANTIAL CONTRIBUTOR	PART XV-1A	DURING 2007, THE FOLLOWING INDIVIDUAL BECAME A SUBSTANTIAL CONTRIBUTOR TO THE FOUNDATION BY DONATING SHARES OF STOCK IN A CLOSELY HELD CORPORATION NAMED CACTUS PROPERTIES, INC CLAYTON E NILES, FOUNDATION PRESIDENT3567 E SUNRISE DR #225TUCSON, AZ 85718ADDITIONAL DONATIONS WERE MADE IN THE FOLLOWING YEARS 20082010

TY 2016 Investments Corporate Bonds Schedule**Name:** THE ELIOT SPALDING FOUNDATION

C/O JAMES SAKRISON

EIN: 86-6050507

Name of Bond	End of Year Book Value	End of Year Fair Market Value
METROPOLITAN WEST TOTAL	240,827	233,707
PIMCO INCM INST CL	242,157	234,769
STONE RIDGE HIGH YIELD	183,094	181,671

TY 2016 Investments Corporate Stock Schedule

Name: THE ELIOT SPALDING FOUNDATION
C/O JAMES SAKRISON

EIN: 86-6050507

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AQR RISK PARITY FD	186,027	155,542
AQR STYLE PREMIA ALT	325,849	329,666
DFA EMERGING MKTS CORE EQUITY PORT	271,931	232,522
DFA INTL SMALL CAP VALUE PORT	281,531	300,239
DFA US LARGE CAP VALUE PORT	105,916	174,351
DFA US TARGETED VALUE PORT	157,623	192,884
SCHWAB FUNDMENTAL US LARGE CO INDEX	245,941	350,494
STONE RIDGE EMRG MKT	86,869	76,460
STONE RIDGE INTL DEV	115,235	115,223
STONE RIDGE REINSURANCE RISK PERM INTERVAL	357,946	355,931
STONE RIDGE US SM CAP	61,132	63,737
VANGUARD GROWTH INDEX	113,443	172,713

TY 2016 Investments - Other Schedule

Name: THE ELIOT SPALDING FOUNDATION
C/O JAMES SAKRISON

EIN: 86-6050507

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
JP MORGAN CHASE ALERIAN	AT COST	181,918	127,515

TY 2016 Other Expenses Schedule

Name: THE ELIOT SPALDING FOUNDATION
C/O JAMES SAKRISON

EIN: 86-6050507

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	1,438	719		719

TY 2016 Other Professional Fees Schedule

Name: THE ELIOT SPALDING FOUNDATION
C/O JAMES SAKRISON

EIN: 86-6050507

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEE	25,271	25,271		0

TY 2016 Taxes Schedule

Name: THE ELIOT SPALDING FOUNDATION
C/O JAMES SAKRISON

EIN: 86-6050507

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX	786	786		0