

For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017

| | | | |
|---|--|--|---|
| Name of foundation OUTCALT FOUNDATION | | A Employer identification number 20-7432649 | |
| Number and street (or P O box number if mail is not delivered to street address) PO BOX 1925 | | Room/suite | B Telephone number (see instructions) (719) 589-0155 |
| City or town, state or province, country, and ZIP or foreign postal code ALAMOSA, CO 81101 | | C If exemption application is pending, check here <input type="checkbox"/> | |
| G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change | | D 1. Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> | |
| Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change <input type="checkbox"/> | | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> | |
| H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation | | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> | |
| I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 30,918,761 | | J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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) | 0 | | | |
| | 2 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch B | | | | |
| | 3 Interest on savings and temporary cash investments | 1,589 | 1,589 | | |
| | 4 Dividends and interest from securities | 124,791 | 124,791 | | |
| | 5a Gross rents | | | | |
| | b Net rental income or (loss) | | | | |
| | 6a Net gain or (loss) from sale of assets not on line 10 | 783,908 | | | |
| | b Gross sales price for all assets on line 6a 1,801,781 | | | | |
| | 7 Capital gain net income (from Part IV, line 2) | | 783,908 | | |
| | 8 Net short-term capital gain | | | | |
| | 9 Income modifications | | | | |
| | 10a Gross sales less returns and allowances | | | | |
| Operating and Administrative Expenses | b Less Cost of goods sold | | | | |
| | c Gross profit or (loss) (attach schedule) | | | | |
| | 11 Other income (attach schedule) | 128,991 | 128,991 | | |
| | 12 Total. Add lines 1 through 11 | 1,039,279 | 1,039,279 | | |
| | 13 Compensation of officers, directors, trustees, etc | 60,000 | 0 | | 0 |
| | 14 Other employee salaries and wages | | | | |
| | 15 Pension plans, employee benefits | | | | |
| | 16a Legal fees (attach schedule) | | | | |
| | b Accounting fees (attach schedule) | | | | |
| | c Other professional fees (attach schedule) | | | | |
| | 17 Interest | | | | |
| | 18 Taxes (attach schedule) (see instructions) | 17,634 | 5,850 | | 0 |
| | 19 Depreciation (attach schedule) and depletion | 15 | 0 | | |
| | 20 Occupancy | | | | |
| | 21 Travel, conferences, and meetings | | | | |
| | 22 Printing and publications | | | | |
| | 23 Other expenses (attach schedule) | 39,145 | 38,711 | | 0 |
| | 24 Total operating and administrative expenses. Add lines 13 through 23 | 116,794 | 44,561 | | 0 |
| | 25 Contributions, gifts, grants paid | 1,417,775 | | | 1,417,775 |
| | 26 Total expenses and disbursements. Add lines 24 and 25 | 1,534,569 | 44,561 | | 1,417,775 |
| | 27 Subtract line 26 from line 12 | | | | |
| | a Excess of revenue over expenses and disbursements | -495,290 | | | |
| | b Net investment income (if negative, enter -0-) | | 994,718 | | |
| 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 | 2,445,277 | 1,046,761 | 1,046,761 | | |
| | 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) ▶ <u>2,845,083</u> Less allowance for doubtful accounts ▶ <u>0</u> | 3,119,357 | 2,845,083 | 2,845,083 | | |
| | 8 | Inventories for sale or use | | | | | |
| | 9 | Prepaid expenses and deferred charges | 17,680 | 11,000 | 11,000 | | |
| | 10a | Investments—U S and state government obligations (attach schedule) | | | | | |
| | b | Investments—corporate stock (attach schedule) | 18,469,910 | 19,109,405 | 22,992,897 | | |
| | c | Investments—corporate bonds (attach schedule) | 3,309,409 | 3,843,876 | 3,840,370 | | |
| | 11 | Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____ | | | | | |
| | 12 | Investments—mortgage loans | | | | | |
| | 13 | Investments—other (attach schedule) | 164,972 | 171,791 | 171,791 | | |
| | 14 | Land, buildings, and equipment basis ▶ <u>1,860</u> Less accumulated depreciation (attach schedule) ▶ <u>1,860</u> | 15 | 0 | 0 | | |
| 15 | Other assets (describe ▶ _____) | 7,445 | 10,859 | 10,859 | | | |
| 16 | Total assets (to be completed by all filers—see the instructions Also, see page 1, item I) | 27,534,065 | 27,038,775 | 30,918,761 | | | |
| 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 ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31. | | | | | | |
| | 27 | Capital stock, trust principal, or current funds | 27,534,065 | 27,038,775 | | | |
| | 28 | Paid-in or capital surplus, or land, bldg , and equipment fund | 0 | 0 | | | |
| | 29 | Retained earnings, accumulated income, endowment, or other funds | 0 | 0 | | | |
| 30 | Total net assets or fund balances (see instructions) | 27,534,065 | 27,038,775 | | | | |
| 31 | Total liabilities and net assets/fund balances (see instructions) . | 27,534,065 | 27,038,775 | | | | |

| 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 | 27,534,065 |
| 2 | Enter amount from Part I, line 27a | 2 | -495,290 |
| 3 | Other increases not included in line 2 (itemize) ▶ _____ | 3 | 0 |
| 4 | Add lines 1, 2, and 3 | 4 | 27,038,775 |
| 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 | 27,038,775 |

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 | 783,908 |
| 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)) |
|--|--|--|---|
| 2016 | 1,001,526 | 26,415,113 | 0 037915 |
| 2015 | 1,000,000 | 26,008,846 | 0 038448 |
| 2014 | 45,000 | 14,783,830 | 0 003044 |
| 2013 | 45,444 | 1,036,173 | 0 043858 |
| 2012 | 48,897 | 926,739 | 0 052762 |
| 2 Total of line 1, column (d) | | | 2 0 176027 |
| 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 035205 |
| 4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5 | | | 4 29,573,452 |
| 5 Multiply line 4 by line 3 | | | 5 1,041,133 |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | | | 6 9,947 |
| 7 Add lines 5 and 6 | | | 7 1,051,080 |
| 8 Enter qualifying distributions from Part XII, line 4 | | | 8 1,417,775 |

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

| | | | |
|-----------|---|-----------|--------|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions) | | |
| b | Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b | 1 | 9,947 |
| 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 | 9,947 |
| 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 | 9,947 |
| 6 | Credits/Payments | | |
| a | 2017 estimated tax payments and 2016 overpayment credited to 2017 | 6a | 11,000 |
| b | Exempt foreign organizations—tax withheld at source | 6b | |
| c | Tax paid with application for extension of time to file (Form 8868) | 6c | |
| d | Backup withholding erroneously withheld | 6d | 0 |
| 7 | Total credits and payments. Add lines 6a through 6d. | 7 | 11,000 |
| 8 | Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached | 8 | 0 |
| 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 | 1,053 |
| 11 | Enter the amount of line 10 to be Credited to 2018 estimated tax <input type="checkbox"/> 1,053 Refunded <input type="checkbox"/> | 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 <input type="checkbox"/> \$ 0 (2) On foundation managers <input type="checkbox"/> \$ 0 | | |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 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) <input type="checkbox"/> CO | | |
| 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 2017 or the taxable year beginning in 2017 (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 ▶ outcaltfoundation.org | 13 | Yes | |
| 14 | The books are in care of ▶ CAROLYN M KAWANABE Telephone no ▶ (719) 589-0155 | | | |

Located at **▶** 815 FOURTH STREET ALAMOSA CO ZIP+4 **▶** 81101


| | | | | |
|-----------|--|-----------|------------|-----------|
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 | | | |
| 16 | At any time during calendar year 2017, 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | | |
| | (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | | |
| | (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | | |
| | (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No | | | |
| | (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | | |
| | (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | | |
| b | If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/> | 1b | | No |
| 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 2017? <input type="checkbox"/> | 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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/> | 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | | |
| b | If "Yes," did it have excess business holdings in 2017 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 2017). <input type="checkbox"/> | 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 2017? | 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))? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No | |
| | (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No | |
| | (3) Provide a grant to an individual for travel, study, or other similar purposes? | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No | |
| | (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No | |
| | (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No | |
| b | If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? | 5b | No | |
| | Organizations relying on a current notice regarding disaster assistance check here.  | | | |
| c | If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? | | | |
| | <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i> | <input type="checkbox"/> Yes | <input type="checkbox"/> No | |
| 6a | Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? | | | |
| | | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No | |
| b | Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | 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? | | | |
| | | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No | |
| b | If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? | 7b | | |

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

| 1 List all officers, directors, trustees, foundation managers and their compensation (see instructions). | | | | |
|---|---|---|---|---------------------------------------|
| (a) Name and address | 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 |
| CAROLYN M KAWANABE PO BOX 204 ALAMOSA, CO 81101 | SECRETARY, TRUSTEE 15 00 | 60,000 | 0 | 0 |
| KARLA SHRIVER 4485 E HWY 160 MONTE VISTA, CO 81144 | PRESIDENT, TRUSTEE 15 00 | 0 | 0 | 0 |
| 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 | Expense account, (e) other allowances |
| NONE | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| Total number of other employees paid over \$50,000. | | | | 0 |
| 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 | 26,114,634 |
| b | Average of monthly cash balances. | 1b | 870,442 |
| c | Fair market value of all other assets (see instructions). | 1c | 3,038,733 |
| d | Total (add lines 1a, b, and c). | 1d | 30,023,809 |
| 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 | 30,023,809 |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). | 4 | 450,357 |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4. | 5 | 29,573,452 |
| 6 | Minimum investment return. Enter 5% of line 5. | 6 | 1,478,673 |

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 | 1,478,673 |
| 2a | Tax on investment income for 2017 from Part VI, line 5. | 2a | 9,947 |
| b | Income tax for 2017 (This does not include the tax from Part VI). | 2b | |
| c | Add lines 2a and 2b. | 2c | 9,947 |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1. | 3 | 1,468,726 |
| 4 | Recoveries of amounts treated as qualifying distributions. | 4 | 0 |
| 5 | Add lines 3 and 4. | 5 | 1,468,726 |
| 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 | 1,468,726 |

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 | 1,417,775 |
| 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 | 1,417,775 |
| 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 | 9,947 |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4. | 6 | 1,407,828 |

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 2016 | (c) 2016 | (d) 2017 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2017 from Part XI, line 7 | | | | 1,468,726 |
| 2 Undistributed income, if any, as of the end of 2017 | | | | |
| a Enter amount for 2016 only. | | | 1,297,576 | |
| b Total for prior years 20____, 20____, 20____ | | 0 | | |
| 3 Excess distributions carryover, if any, to 2017 | | | | |
| a From 2012. | | | | |
| b From 2013. | | | | |
| c From 2014. | | | | |
| d From 2015. | | | | |
| e From 2016. | | | | |
| f Total of lines 3a through e. | 0 | | | |
| 4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>1,417,775</u> | | | | |
| a Applied to 2016, but not more than line 2a | | | 1,297,576 | |
| 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 2017 distributable amount. | | | | 120,199 |
| e Remaining amount distributed out of corpus | 0 | | | |
| 5 Excess distributions carryover applied to 2017 (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 2016 Subtract line 4a from line 2a Taxable amount—see instructions | | | 0 | |
| f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018 | | | | 1,348,527 |
| 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 2012 not applied on line 5 or line 7 (see instructions). | 0 | | | |
| 9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a | 0 | | | |
| 10 Analysis of line 9 | | | | |
| a Excess from 2013. | | | | |
| b Excess from 2014. | | | | |
| c Excess from 2015. | | | | |
| d Excess from 2016. | | | | |
| e Excess from 2017. | | | | |

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 2017, 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) 2017 | (b) 2016 | (c) 2015 | (d) 2014 | |
| 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

CAROLYN M KAWANABE
PO BOX 1925
ALAMOS, CO 81101
(719) 589-0155
cmkawanabe@gmail.com

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

OUTCAULT FOUNDATION SCHOLARSHIP APPLICATION

c Any submission deadlines

MARCH 15TH

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

SAN LUIS VALLEY COLORADO HIGH SCHOOL SENIORS AND POST HIGH SCHOOL STUDENTS TO ATTEND AN ACCREDITED COLLEGE, UNIVERSITY, JUNIOR COLLEGE, TECHNICAL, OR TRADE SCHOOL

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 | 1,417,775 |
| b <i>Approved for future payment</i> | | | | |
| Total | | | 3b | 0 |

Enter gross amounts unless otherwise indicated

Part XVI-B Relationship of Activities to the Accomplishment of Exempt PurposesForm **990-PF** (2017)

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

| | | | |
|--|--|-----|----|
| | | 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 |
|-----------|--|-----------|

value
ue

[illegible]

described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

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

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

**Sign
Here**

* * * * *

2018-05-05

* * * * *

Signature of officer or trustee

Date _____

Title

May the IRS discuss this return with the preparer shown below

(see instr)? ☒ Yes ☐ No

**Paid
Preparer
Use Only**

| | | | | |
|--|----------------------|------------------------|--|-------------------------|
| Print/Type preparer's name | Preparer's Signature | Date 2018-05-05 | Check if self-employed ▶ <input checked="" type="checkbox"/> | PTIN P00289368 |
| Firm's name ▶ CAROLYN M KAWANABE CPA | | | | Firm's EIN ▶ 84-1094429 |
| Firm's address ▶ PO BOX 204 ALAMOSA, CO 81101 | | | | Phone no (719) 589-0155 |

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.) |
|--|---|---|-------------------------------------|
| EGAS | | 2014-05-19 | 2017-08-04 |
| EDWARD JONES #8062181519 | | 2016-06-15 | 2017-03-16 |
| EDWARD JONES #8062181519 | | 2014-09-25 | 2017-06-19 |
| EDWARD JONES #8062189819 | | 2016-12-15 | 2017-03-06 |
| EDWARD JONES #8062189819 | | 2014-09-08 | 2017-03-06 |
| EDWARD JONES #8062168516 | | 2014-10-06 | 2017-11-17 |
| 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) |
|-----------------------|--|---|--|
| 91,700 | | 73,327 | 18,373 |
| 54,502 | | 51,297 | 3,205 |
| 634,691 | | 621,007 | 13,684 |
| 26,723 | | 27,688 | -965 |
| 51,821 | | 52,144 | -323 |
| 230,066 | | 192,410 | 37,656 |
| 712,278 | | | 712,278 |

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 | |
| | | | 18,373 |
| | | | 3,205 |
| | | | 13,684 |
| | | | -965 |
| | | | -323 |
| | | | 37,656 |
| | | | 712,278 |

| 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> | | | | |
| ALAMOSA COUNTY VERTERANS SERVICES 8999 INDEPENDENCE WAY ALAMOSA, CO 81101 | NONE | GOVERNMENT | FURTHERANCE OF EXEMPT PURPOSE | 7,500 |
| BOYS & GIRLS CLUB OF THE SAN LUIS VALLEY PO BOX 1032 ALAMOSA, CO 81101 | NONE | PUBLIC CHARITY | FURTHERANCE OF EXEMPT PURPOSE | 40,000 |
| COLORADO DEPT OF HUMAN SERVICESCVCLC HOMELAKE RESIDENT BENEFIT FUND PO BOX 97 HOMELAKE, CO 81135 | NONE | PUBLIC CHARITY | FURTHERANCE OF EXEMPT PURPOSE | 10,000 |
| ERICA SINCLAIR 11363 US HIGHWAY 285 SOUTH ALAMOSA, CO 81101 | NONE | N/A | EDUCATIONAL ASSISTANCE | 5,000 |
| HIGH VALLELY COMMUNITY CENTER INC 595 GRANDE AVE DEL NORTE, CO 81132 | NONE | PUBLIC CHARITY | FURTHERANCE OF EXEMPT PURPOSE | 35,000 |
| Total 3a | | | | 1,417,775 |

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> | | | | |
| LA PUENTE HOME INCPO BOX 1235 ALAMOSA, CO 81101 | NONE | PUBLIC CHARITY | FURTHERANCE OF EXEMPT PURPOSE | 220,000 |
| MONTE VISTA CEMETERY ASSOCIATION 940 FIRST AVE MONTE VISTA, CO 81144 | NONE | PUBLIC CHARITY | FURTHERANCE OF EXEMPT PURPOSE | 10,000 |
| MONTE VISTA COMMUNITY FUND INC 95 W FIRST AVE MONTE VISTA, CO 81144 | NONE | PUBLIC CHARITY | FURTHERANCE OF EXEMPT PURPOSE | 235,000 |
| RIO GRANDE HEADWATERS LAND TRUST PO BOX 444 DEL NORTE, CO 81132 | NONE | PUBLIC CHARITY | FURTHERANCE OF EXEMPT PURPOSE | 1,500 |
| SHRINERS HOSPITAL FOR CHILDREN 2900 ROCKY POINT DRIVE TAMPA, FL 33607 | NONE | PUBLIC CHARITY | FURTHERANCE OF EXEMPT PURPOSE | 5,000 |
| Total ▶ 3a | | | | 1,417,775 |


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> | | | | |
| TRI COUNTY SENIOR CITIZENS & HOUSING INC 311 WASHINGTON ST MONTE VISTA, CO 81144 | NONE | PUBLIC CHARITY | FURTHERANCE OF EXEMPT PURPOSE | 58,275 |
| UPPER RIO GRANDE ANIMAL SOCIETY 2825 SHERMAN AVE MONTE VISTA, CO 81144 | NONE | PUBLIC CHARITY | FURTHERANCE OF EXEMPT PURPOSE | 15,000 |
| VALLEY CITIZENS FOUNDATION FOR HEALTH CARE INC DBA RIO GRANDE HOSPITAL 310 COUNTY ROAD 14 DEL NORTE, CO 81132 | NONE | PUBLIC CHARITY | FURTHERANCE OF EXEMPT PURPOSE | 80,000 |
| ALAMOSA SENIOR CITIZENS INC PO BOX 1007 ALAMOSA, CO 81101 | NONE | PUBLIC CHARITY | FURTHERANCE OF EXEMPT PURPOSE | 5,000 |
| RIO GRANDE COUNTY925 6TH STREET DEL NORTE, CO 81132 | NONE | GOVERNMENT | FURTHERANCE OF EXEMPT PURPOSE | 20,000 |
| Total ► 3a | | | | 1,417,775 |

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> | | | | |
| HOMELAKE HISTORIC PRESERVATION AND RESTORATION FOUNDATION PO BOX 97 HOMELAKE, CO 81135 | NONE | PUBLIC CHARITY | FURTHERANCE OF EXEMPT PURPOSE | 95,500 |
| LA LLAVE FAMILY RESOURCE CENTER INC PO Box 508 ALAMOSA, CO 81101 | NONE | PUBLIC CHARITY | FURTHERANCE OF EXEMPT PURPOSE | 25,000 |
| TRINIDAD STATE JUNIOR COLLEGE 1011 MAIN STREET ALAMOSA, CO 81101 | NONE | GOVERNMENT | FURTHERANCE OF EXEMPT PURPOSE | 500,000 |
| VETERANS COALITION OF THE SAN LUIS VALLEY PO BOX 975 ALAMOSA, CO 81101 | NONE | PUBLIC CHARITY | FURTHERANCE OF EXEMPT PURPOSE | 15,000 |
| ADELA VALENCIA LUCEROPO BOX 352 SAN LUIS, CO 81152 | NONE | N/A | EDUCATIONAL ASSISTANCE | 5,000 |
| Total ► 3a | | | | 1,417,775 |

| 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> | | | | |
| AURELIO RODRIGUEZPO BOX 543 SAGUACHE, CO 81149 | NONE | N/A | EDUCATIONAL ASSISTANCE | 5,000 |
| BAILEY JONES 5826 W COUNTY ROAD 5 NORTH DEL NORTE, CO 81132 | NONE | N/A | EDUCATIONAL ASSISTANCE | 5,000 |
| COLE COOPER 5393 E COUNTY ROAD 1 SOUTH MONTE VISTA, CO 81144 | NONE | N/A | EDUCATIONAL ASSISTANCE | 5,000 |
| ISABELLE TER KUILE 9790 COUNTY ROAD Y LA JARA, CO 81140 | NONE | N/A | EDUCATIONAL ASSISTANCE | 5,000 |
| KIARA VILLALOBOSPO BOX 538 HOOPER, CO 81136 | NONE | N/A | EDUCATIONAL ASSISTANCE | 5,000 |
| Total ► 3a | | | | 1,417,775 |

| 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> | | | | |
| VALLEY HUMANE LEAGUE 6414 COUNTY ROAD 107 S ALAMOSA, CO 81101 | NONE | PUBLIC CHARITY | FURTHERANCE OF EXEMPT PURPOSE | 5,000 |
| Total  | | | | 1,417,775 |
| 3a | | | | |

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

TY 2017 Depreciation Schedule

Name: OUTCALT FOUNDATION
EIN: 20-7432649

| Description of Property | Date Acquired | Cost or Other Basis | Prior Years' Depreciation | Computation Method | Rate / Life (# of years) | Current Year's Depreciation Expense | Net Investment Income | Adjusted Net Income | Cost of Goods Sold Not Included |
|-------------------------|---------------|---------------------|---------------------------|--------------------|--------------------------|-------------------------------------|-----------------------|---------------------|---------------------------------|
| COMPUTER | 2008-01-22 | 1,685 | 1,685 | SL | 5 000000000000 | 0 | 0 | | |
| FILE CABINET | 2008-01-29 | 175 | 160 | SL | 10 000000000000 | 15 | 0 | | |

TY 2017 Investments Corporate Bonds Schedule

Name: OUTCALT FOUNDATION

EIN: 20-7432649

Investments Corporate Bonds Schedule

| Name of Bond | End of Year Book Value | End of Year Fair Market Value |
|---|------------------------|-------------------------------|
| BANK OF AMERICA CORP 6.2040 (BAC-D)10000 SH | 249,150 | 258,500 |
| BRIDGE BUILDER CORD BOND FUND 104986.096 SH | 1,059,424 | 1,067,709 |
| CAPITAL WORLD BOND FUND CL 5025.471 SH | 100,806 | 100,258 |
| JANUS FLEXIBLE BOND FD 19288.426 SH | 202,809 | 199,635 |
| JPMORGAN CORE BD FD A 35256.308 SH | 409,515 | 408,621 |
| JPMORGAN CORE PLUS BD A 28053.985 SH | 234,743 | 232,287 |
| JPMORGAN GL BOND OPPORT CL 49732.102 SH | 513,360 | 511,743 |
| JPMORGAN HIGH YIELD FD CL A 20797.138 SH | 164,215 | 153,275 |
| JPMORGAN LIMITED DURATION BD 5039.552 SH | 50,446 | 50,446 |
| JPMORGAN MORTG BKD SECS FD 6693.226 SH | 77,746 | 76,504 |
| JPMORGAN TOTAL RETURN FUND 10173.535 SH | 102,499 | 101,328 |
| METROPOLITAN WEST TOTAL RET 5614.502 SH | 59,521 | 59,851 |
| NEUBERGER BERMAN HIGH INCOME BD 9213.37 SH | 83,539 | 80,064 |
| PIMCO TOTAL RETURN FD (PTUIX) 3803.041 SH | 39,463 | 39,856 |
| PRUDENTIAL HIGH YIELD FD 3623.701 SH | 20,193 | 20,039 |
| PRUDENTIAL TOTAL RETURN BOND 13758.336 SH | 197,246 | 200,872 |
| BRIDGE BUILDER CORE PLUS BOND 27688.958 SH | 279,201 | 279,382 |

TY 2017 Investments Corporate Stock Schedule

Name: OUTCALT FOUNDATION
EIN: 20-7432649

| Name of Stock | End of Year Book Value | End of Year Fair Market Value |
|---|------------------------|-------------------------------|
| AT&T 17000 SH | 588,952 | 660,960 |
| CLOROX CO 100 SH | 8,817 | 14,874 |
| GARMIN LTD 500 SH | 17,122 | 29,785 |
| MICROSOFT 4500 SH | 159,965 | 384,930 |
| WALMART STORES INC 1000 SH | 76,420 | 98,750 |
| AGCO Corp 1500 SH | 85,613 | 107,145 |
| ALLSTATE CORP 2000 SH | 56,387 | 104,710 |
| ALTRIA GROUP INC 10000 SH | 386,550 | 714,100 |
| AMERICAN CENTURY DIVERSIFIE 18565.7 SH | 200,260 | 199,953 |
| AMERN EUROPACIFIC GROWTH FD 1428.473 SH | 70,303 | 80,266 |
| BLACKROCK EQUITY DIVIDEND 7221.835 SH | 172,846 | 164,441 |
| BOEING CO 2000 SH | 258,370 | 589,820 |
| BP SP ADR 7500 SH | 262,393 | 315,225 |
| CATERPILLAR INC 3250 SH | 330,934 | 512,135 |
| CENTURYLINK INC 15000 SH | 518,250 | 250,200 |
| CHESAPEAKE ENERGY CORP 3000 SH | 81,854 | 11,880 |
| CHEVRON CORP 9000 SH | 1,117,260 | 1,126,710 |
| CHIMERA INVESTMENT CORP 1000 SH | 15,550 | 18,480 |
| CIMAREX ENERGY CO 1000 SH | 120,575 | 122,010 |
| CISCO SYSTEMS INC 4000 SH | 92,400 | 153,200 |
| CITIGROUP INC 1300 SH | 62,465 | 96,733 |
| COCA COLA CO 60000 SH | 2,443,500 | 2,752,800 |
| COLGATE PALMOLIVE CO 400 SH | 26,572 | 30,180 |
| CONOCOPHILLIPS 2000 SH | 148,800 | 109,780 |
| DAIMLER AG 1247 SH | 114,475 | 105,453 |
| DISCOVER FINANCIAL SERVICES 1000 SH | 55,655 | 76,920 |
| DODGE & COX STK FD 360.913 SH | 68,722 | 73,486 |
| DODGE & COX INTL STOCK FD 4401.417 SH | 195,953 | 203,874 |
| DUKE ENERGY CORP 5000 SH | 367,825 | 420,550 |
| ENCANA CORP 1000 SH | 22,795 | 13,330 |

| Name of Stock | End of Year Book Value | End of Year Fair Market Value |
|--|------------------------|-------------------------------|
| FORD MOTOR CO 5000 SH | 79,025 | 62,450 |
| FRANKLIN MUTUAL CORP F MUTHX 2156.809 SH | 63,211 | 61,749 |
| GENERAL ELECTRIC 30000 SH | 800,250 | 523,500 |
| GENERAL MILLS INC 4000 SH | 209,620 | 237,160 |
| GOLD RESOURCE CORP 1000 SH | 4,805 | 4,400 |
| HALLIBURTON CO 2000 SH | 126,200 | 97,740 |
| HARBOR FD INTL 1218.194 SH | 72,147 | 82,252 |
| HOME DEPOT 1000 SH | 79,365 | 189,530 |
| INTEL CORP 5000 SH | 132,263 | 230,800 |
| IBM 2400 SH | 455,736 | 368,208 |
| JOHN HANCOCK DISCIPLINED VALUE MID CAP 1325.475 SH | 28,704 | 30,897 |
| JP MORGAN CHASE & CO 3000 SH | 167,985 | 320,820 |
| KRAFT HEINZ CO 1000 SH | 54,306 | 77,760 |
| KROGER CO 4000 SH | 90,061 | 109,800 |
| MCDONALDS CORP 1500 SH | 150,101 | 258,180 |
| MERCK & CO INC 3110 SH | 230,994 | 225,643 |
| MFS INTERNATIONAL VALUE FD 941.561 SH | 34,353 | 42,660 |
| MONDELEZ INT 1000 SH | 34,750 | 42,800 |
| MORGAN STANLEY 12000 SH | 368,100 | 629,640 |
| MOTOROLA SOLUTIONS INC 499 SH | 31,225 | 45,080 |
| NEUBERGER BERMAN GENESIS 2158.519 SH | 122,030 | 124,115 |
| NEWMONT MINING CORP 1000 SH | 26,055 | 37,520 |
| NORFOLK SOUTHERN CORP 5000 SH | 471,875 | 724,500 |
| OWENS ILL INC 2827 SH | 90,704 | 62,675 |
| PFIZER INC 28505 SH | 877,645 | 1,032,451 |
| PHILIP MORRIS INT 1400 SH | 117,320 | 147,910 |
| PITNEY BOWES 5000 SH | 125,200 | 55,900 |
| PNM RESOURCES 10000 SH | 278,450 | 404,500 |
| PRUDENTIAL JENNISON MID CAP 539.477 SH | 21,157 | 20,532 |
| SEVENTY SEVEN ENERGY INC 71 SH | 1,660 | 0 |

| Name of Stock | End of Year Book Value | End of Year Fair Market Value |
|--|------------------------|-------------------------------|
| STATOIL ASA 200 SH | 5,752 | 4,284 |
| TROWE PRICE EQUITY INCOME (REIPX) 3693.035 SH | 122,314 | 123,163 |
| TROWE PRICE LG CAP GROWTH (TRLGX) 5971 SH | 176,207 | 220,393 |
| WENDY'S COMPANY 2000 SH | 16,700 | 32,840 |
| UNION PAC CORP 4000 SH | 378,010 | 536,400 |
| US STEEL CORP 1000 SH | 26,815 | 35,190 |
| VERIZON COMM 1000 SH | 46,050 | 52,930 |
| VICTORY SYCAMORE SMALL COMP (VSOIX) 436.1 SH | 19,238 | 20,553 |
| WELLS FARGO & CO 12000 SH | 590,700 | 728,040 |
| WPX ENERGY INC 667 SH | 14,187 | 9,385 |
| XCEL ENERGY INC 20140 SH | 639,949 | 962,893 |
| ZIONS BANCORP 25000 SH | 727,750 | 1,270,750 |
| KINDER MORGAN INC 4100 SH | 136,818 | 74,087 |
| ROYAL DUTCH SHELL PLC ADR A 1100 SH | 70,394 | 73,381 |
| BRIDGE BUILDER LARGE CAP GR 15259.168 SH | 154,052 | 194,097 |
| BRIDGE BUILDER LARGE CAP VALUE 37869.454 SH | 406,710 | 462,765 |
| BRIDGE BUILDER SMALLMID CA GROWTH 11504.733 SH | 115,869 | 144,154 |
| VANGUARD GROWTH & INCOME FD 270.339 SH | 11,468 | 13,513 |
| VANGUARD GROWTH INDEX FD 185.177 SH | 10,300 | 13,563 |
| VANGUARD HEALTH CARE FD 1225.629 SH | 123,758 | 114,294 |
| APPLE 355 SH | 39,304 | 60,077 |
| QUALCOMM 630 SH | 38,841 | 40,333 |
| PIMCO HIGH INCOME FD 5000 SH | 45,757 | 37,300 |
| DFA INTERNATIONAL SMALL COM 7504.569 SH | 130,451 | 159,622 |
| JPMORGAN US GOVT MM 96276 SH | 96,276 | 96,276 |
| JPMORGAN INCOME BUILDER FD 31339.395 SH | 316,532 | 336,899 |
| AMAZON COM INC 100 SH | 77,778 | 116,947 |
| GENERAL DYNAMICS CORP 170 SH | 30,202 | 34,587 |
| LOCKHEED MARTIN 120 SH | 30,565 | 38,526 |
| LOWES COS INC 1010 SH | 79,411 | 93,869 |

| Name of Stock | End of Year Book Value | End of Year Fair Market Value |
|---|-------------------------------|--------------------------------------|
| NOVARTIS AG SPONS ADR 2500 SH | 196,432 | 209,900 |
| WALT DISNEY CO 280 SH | 29,740 | 30,103 |
| VANGUARD HIGH DIVD YD 331 SH | 10,000 | 11,240 |
| VANGUARD LIFESTRATEGY MODERN 406 SH | 10,000 | 11,006 |
| BRIDGE BUILDER SMALL/MD CA BBVSX 16384.701 SH | 169,200 | 196,453 |
| BRIDGE BUILDER INT BBIEX 10363.324 SH | 105,554 | 123,220 |
| DOLLAR GENERAL 1000 SH | 73,142 | 93,010 |
| DOMINION ENERGY INC 600 SH | 49,352 | 48,636 |
| DREYFUS INT ST CL DISYX 8671.275 SH | 132,463 | 160,245 |
| ENBRIDGE INC ENB 492 SH | 19,494 | 19,242 |
| MEDTRONIC PLC (MDT) 620 SH | 49,705 | 50,065 |
| ROYCE PREMIER FD INT CL (RPFIX) 1222.288 SH | 20,599 | 20,559 |
| TROWE PRICE INTL DISCOVERY (PRIDX) 289.244 SJ | 16,108 | 20,655 |
| VF CORP (VFC) 1400 SH | 76,578 | 103,600 |

TY 2017 Investments - Other Schedule**Name:** OUTCALT FOUNDATION**EIN:** 20-7432649**Investments Other Schedule 2**

| Category/ Item | Listed at Cost or FMV | Book Value | End of Year Fair Market Value |
|---|------------------------------|-------------------|--------------------------------------|
| VACANT LOT #11 CARROLL ADDN ALAMOSA CO | FMV | 78,665 | 78,665 |
| VACANT LOT #12 CARROLL ADDN ALAMOSA CO | FMV | 69,126 | 69,126 |
| VACANT LAND-TRACT 4 STOCKTON ALAMOSA CO | FMV | 24,000 | 24,000 |

**TY 2017 Land, Etc.
Schedule****Name:** OUTCALT FOUNDATION**EIN:** 20-7432649

| Category / Item | Cost / Other Basis | Accumulated Depreciation | Book Value | End of Year Fair Market Value |
|-----------------|--------------------|--------------------------|------------|-------------------------------|
| COMPUTER | 1,685 | 1,685 | 0 | |
| FILE CABINET | 175 | 175 | 0 | |

TY 2017 Other Assets Schedule

Name: OUTCALT FOUNDATION

EIN: 20-7432649

Other Assets Schedule

| Description | Beginning of Year - Book Value | End of Year - Book Value | End of Year - Fair Market Value |
|----------------------|-----------------------------------|-----------------------------|------------------------------------|
| DIVIDENDS RECEIVABLE | 7,445 | 10,859 | 10,859 |

TY 2017 Other Expenses Schedule**Name:** OUTCALT FOUNDATION**EIN:** 20-7432649**Other Expenses Schedule**

| Description | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|------------------------|--------------------------------|-----------------------|---------------------|---------------------------------------|
| OFFICE EXPENSE | 284 | 0 | | 0 |
| BROKERAGE FEES | 38,711 | 38,711 | | 0 |
| VACANT LOT MAINTENANCE | 150 | 0 | | 0 |

TY 2017 Other Income Schedule**Name:** OUTCALT FOUNDATION**EIN:** 20-7432649**Other Income Schedule**

| Description | Revenue And Expenses Per Books | Net Investment Income | Adjusted Net Income |
|--------------------|-----------------------------------|--------------------------|---------------------|
| ANDERSON LLC | 38,032 | 38,032 | 38,032 |
| THOMAS GREG CURTIS | 47,299 | 47,299 | 47,299 |
| DENNIS CURTIS | 21,830 | 21,830 | 21,830 |
| PETER DEVINE | 21,830 | 21,830 | 21,830 |

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

TY 2017 Other
Notes/Loans Receivable
Long Schedule

Name: OUTCALT FOUNDATION
EIN: 20-7432649

| Borrower's Name | Relationship to Insider | Original Amount of Loan | Balance Due | Date of Note | Maturity Date | Repayment Terms | Interest Rate | Security Provided by Borrower | Purpose of Loan | Description of Lender Consideration | Consideration FMV |
|---------------------------|-------------------------|-------------------------|-------------|--------------|---------------|--|------------------|-----------------------------------|---|-------------------------------------|-------------------|
| ANDERSON LLC | NONE | 807,500 | 609,531 | 2012-12 | 2027-09 | PRINCIPAL AND INTEREST MONTHLY PAYMENTS OF \$6,937 65 FOR 10 YEARS | 600 0000000000 % | 1407 TREMONT, ALAMOSA CO 81101 | FINANCE SALE OF 1403 TREMONT, ALAMOSA, CO 81101 | | 0 |
| THOMAS G AND KAY L CURTIS | NONE | 1,615,250 | 1,162,487 | 2014-10 | 2019-10 | PRINCIPAL AND INTEREST MONTHLY PAYMENTS OF \$5,720 FOR 5 YEARS | 400 0000000000 % | SORUM TRACTOR CO INC COMMON STOCK | FINANCE SALE OF SORUM TRACTOR CO INC COMMON STOCK | | 0 |
| DENNIS CURTIS | NONE | 745,500 | 536,532 | 2014-10 | 2019-10 | PRINCIPAL AND INTEREST MONTHLY PAYMENTS OF \$2,640 FOR 5 YEARS | 400 0000000000 % | SORUM TRACTOR CO INC COMMON STOCK | FINANCE SALE OF SORUM TRACTOR CO INC COMMON STOCK | | 0 |
| PETER AND ETHEL J DEVINE | NONE | 745,500 | 536,533 | 2014-10 | 2019-10 | PRINCIPAL AND INTEREST MONTHLY PAYMENTS OF \$2,640 FOR 5 YEARS | 400 0000000000 % | SORUM TRACTOR CO INC COMMON STOCK | FINANCE SALE OF SORUM TRACTOR CO INC COMMON STOCK | | 0 |

TY 2017 Taxes Schedule**Name:** OUTCALT FOUNDATION**EIN:** 20-7432649

| Category | Amount | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|--------------------|---------------|----------------------------------|--------------------------------|--|
| FOREIGN TAXES PAID | 5,850 | 5,850 | | 0 |
| FEDERAL EXCISE TAX | 10,974 | 0 | | 0 |
| PROPERTY TAXES | 810 | 0 | | 0 |