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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2017

Open to Public Inspection

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

Name of foundation
Thomas and Candace Dee
Family Foundation

A Employer identification number
27-3949457

Number and street (or P O box number if mail is not delivered to street address) Room/suite
1575 Devonshire Drive

B Telephone number (see instructions)
(801) 647-0604

City or town, state or province, country, and ZIP or foreign postal code
Salt Lake City, UT 84108

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

H Check type of organization ☑ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)*▶$ 6,714,425

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	948,969			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	6,395	6,395	6,395	
	4	Dividends and interest from securities	167,584	167,584	167,584	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	694,926			
	b	Gross sales price for all assets on line 6a 1,008,957				
	7	Capital gain net income (from Part IV, line 2)		694,926		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	1,817,874	868,905	173,979	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	1,435			
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	1,054	1,054		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	30,041	30,041		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	32,530	31,095		0
	25	Contributions, gifts, grants paid	300,478			300,478
	26	**Total expenses and disbursements.** Add lines 24 and 25	333,008	31,095		300,478
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	1,484,866			
	b	**Net investment income** (if negative, enter -0-)		837,810		
	c	**Adjusted net income**(if negative, enter -0-)			173,979	

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	97,942	65,215	65,215
	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)	1,420,814	1,895,975	1,895,975
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	4,650,884	4,753,235	4,753,235
	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)	6,169,640	6,714,425	6,714,425
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	
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	6,169,640	6,714,425	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	6,169,640	6,714,425	
	31	**Total liabilities and net assets/fund balances** (see instructions)	6,169,640	6,714,425	

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	6,169,640
2	Enter amount from Part I, line 27a	2	1,484,866
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	7,654,506
5	Decreases not included in line 2 (itemize) ▶	5	940,081
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	6,714,425

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	694,926
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	-10,883

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	268,926	5,685,063	0 04730
2015	235,026	5,608,180	0 04191
2014	200,000	4,820,377	0 04149
2013	171,740	4,072,515	0 04217
2012	100,000	3,631,565	0 02754

2	**Total** of line 1, column (d)	2	0 200410
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 040082
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	6,239,269
5	Multiply line 4 by line 3	5	250,082
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	8,378
7	Add lines 5 and 6	7	258,460
8	Enter qualifying distributions from Part XII, line 4 , ...	8	300,478

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	8,378
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	8,378
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	8,378
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017 — 6a: 10,504		
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	10,504
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	2,126
11	Enter the amount of line 10 to be **Credited to 2018 estimated tax** ▶ 2,126 **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		No
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶UT			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	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)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities (continued)

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

Website address ▶N/A

14 The books are in care of ▶Thomas D Dee III Telephone no ▶(801) 647-0604

Located at ▶1575 Devonshire Drive Salt Lake City UT ZIP+4 ▶841082552

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 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?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. Yes No

1a During the year did the foundation (either directly or indirectly)

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. ☐ Yes ☑ No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. ☐ Yes ☑ No

(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No

			Yes	No
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?.	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?. ☐ Yes ☑ No
If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____

			Yes	No
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions).	2b		No

c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here
▶ 20____ , 20____ , 20____ , 20____

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ Yes ☑ No

			Yes	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).*	3b		No
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))? ☐ **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**		**No**
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?. ☐ **Yes** ☑ **No**			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?. ☐ **Yes** ☑ **No**			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**No**
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ **Yes** ☑ **No**			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		**No**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	Title, and average hours per week **(b)** devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
Thomas D Dee III 1575 Devonshire Drive Salt Lake City, UT 841082552	Trustee 2 00	0		
Candace C Dee 1575 Devonshire Drive Salt Lake City, UT 841082552	Trustee 2 00	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	**(e)** Expense account, other allowances
NONE				
Total number of other employees paid over $50,000. ▶				

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		

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

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities.		1a	6,254,832
b	Average of monthly cash balances.		1b	79,451
c	Fair market value of all other assets (see instructions).		1c	0
d	**Total** (add lines 1a, b, and c).		1d	6,334,283
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	
3	Subtract line 2 from line 1d.		3	6,334,283
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).		4	95,014
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	6,239,269
6	**Minimum investment return.** Enter 5% of line 5.		6	311,963

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	311,963
2a	Tax on investment income for 2017 from Part VI, line 5.	2a 8,378		
b	Income tax for 2017 (This does not include the tax from Part VI).	2b		
c	Add lines 2a and 2b.		2c	8,378
3	Distributable amount before adjustments Subtract line 2c from line 1.		3	303,585
4	Recoveries of amounts treated as qualifying distributions.		4	
5	Add lines 3 and 4.		5	303,585
6	Deduction from distributable amount (see instructions).		6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.		7	303,585

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	300,478
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	300,478
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	8,378
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	292,100

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				303,585
2	Undistributed income, if any, as of the end of 2017				
a	Enter amount for 2016 only.			279,045	
b	Total for prior years 20____ , 20____ , 20____				
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.				
4	Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 300,478				
a	Applied to 2016, but not more than line 2a			279,045	
b	Applied to undistributed income of prior years (Election required—see instructions).				
c	Treated as distributions out of corpus (Election required—see instructions).	0			
d	Applied to 2017 distributable amount.				21,433
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2017 *(If an amount appears in column (d), the same amount must be shown in column (a))*				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b	Prior years' undistributed income Subtract line 4b from line 2b				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d	Subtract line 6c from line 6b Taxable amount —see instructions				
e	Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions				
f	Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				282,152
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8	Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions) . . .				
9	**Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a				
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))

See Additional Data Table

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 email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				300,478
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					6,395
4 Dividends and interest from securities					167,584
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					694,926
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)					868,905

13 **Total.** Add line 12, columns (b), (d), and (e) 13 868,905

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

Part XVII **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501 (c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

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

Sign Here

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

****** | 2018-05-15 | ******

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	Check if self-employed ▶ ☐	PTIN
Marc L Simmons CPA				P00109483

Firm's name ▶ Simmons & Company A Professional CPA Corp — Firm's EIN ▶42-1556264

Firm's address ▶ 2494 South 1300 East, Salt Lake City, UT 841063156 — Phone no (801) 486-2731

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

(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)
114 000 Shs VANGUARD ENERGY	P	2016-12-06	2017-07-06
84 000 Shs SPDR DOW JONES	P	2011-01-07	2017-04-13
43 000 Shs SPDR DOW JONES	P	2011-01-07	2017-04-13
50 000 Shs SPDR DOW JONES	P	2011-01-07	2017-07-06
16 000 Shs SPDR DOW JONES	P	2011-01-07	2017-07-06
41 000 Shs SPDR DOW JONES	P	2011-01-28	2017-07-06
92 000 Shs VANGUARD SHORT TERM BOND	P	2011-01-07	2017-04-13
518 672 Shs FIDELITY ADVISOR FLOATING RATE	P	2011-01-21	2017-04-13
1118 000 Shs GENERAL ELECTRIC CO	P	2009-11-03	2017-07-06
582 751 Shs MAINSTAY FDS	P	2011-01-21	2017-07-06

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)
10,054		11,949	-1,895
4,033		3,065	968
2,064		1,569	495
2,351		1,824	527
752		584	168
1,928		1,527	401
7,351		7,407	-56
5,000		5,124	-124
30,006		112	29,894
10,000		9,440	560

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	
			-1,895
			968
			495
			527
			168
			401
			-56
			-124
			29,894
			560

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

(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)
5600 000 Shs GENERAL ELECTRIC CO	P	2001-01-01	2017-11-21
14400 000 Shs GENERAL ELECTRIC CO	P	2001-01-01	2017-12-01
46 000 Shs AGNICO EAGLE MINES LTD	P	2017-08-28	2017-11-28
60 000 Shs AGNICO EAGLE MINES LTD	P	2016-10-18	2017-04-27
17 000 Shs AGNICO EAGLE MINES LTD	P	2016-11-02	2017-04-27
20 000 Shs AGNICO EAGLE MINES LTD	P	2016-05-31	2017-04-26
69 000 Shs AGNICO EAGLE MINES LTD	P	2016-07-22	2017-04-26
19 000 Shs AGNICO EAGLE MINES LTD	P	2016-10-18	2017-04-26
70 000 Shs AGNICO EAGLE MINES LTD	P	2016-03-08	2017-01-03
47 000 Shs AGNICO EAGLE MINES LTD	P	2016-05-31	2017-01-03

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)
100,277		560	99,717
256,884		1,440	255,444
2,104		2,272	-168
2,585		2,846	-261
732		892	-160
863		908	-45
2,979		3,707	-728
820		901	-81
2,972		2,402	570
1,996		2,133	-137

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	
			99,717
			255,444
			-168
			-261
			-160
			-45
			-728
			-81
			570
			-137

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

(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)
36 000 Shs CAPITAL ONE FINANCIAL CORP	P	2017-02-27	2017-05-23
15 000 Shs CELGENE CORP	P	2017-05-08	2017-12-19
27 000 Shs CELGENE CORP	P	2017-07-05	2017-12-19
1 000 Shs CELGENE CORP	P	2017-09-06	2017-12-19
25 000 Shs CELGENE CORP	P	2017-09-06	2017-12-14
24 000 Shs CELGENE CORP	P	2017-09-06	2017-11-28
57 000 Shs COMCAST CORP (NEW) CLASS A	P	2017-08-28	2017-12-07
42 000 Shs DANAHER CORPORATION	P	2016-08-22	2017-06-20
20 000 Shs DANAHER CORPORATION	P	2016-08-22	2017-06-13
3 000 Shs GRUPO FIN SANTANDER-ADR B	P	2017-09-14	2017-12-29

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)
2,894		3,365	-471
1,615		1,775	-160
2,907		3,582	-675
108		140	-32
2,713		3,507	-794
2,498		3,367	-869
2,169		2,299	-130
3,596		3,397	199
1,684		1,618	66
22		31	-9

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	
			-471
			-160
			-675
			-32
			-794
			-869
			-130
			199
			66
			-9

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

(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)
218 000 Shs GRUPO FIN SANTANDER-ADR B	P	2017-09-21	2017-12-29
12 000 Shs GRUPO FIN SANTANDER-ADR B	P	2017-09-12	2017-12-28
216 000 Shs GRUPO FIN SANTANDER-ADR B	P	2017-09-14	2017-12-28
178 000 Shs GRUPO FIN SANTANDER-ADR B	P	2017-09-12	2017-12-27
176 000 Shs GRUPO FIN SANTANDER-ADR B	P	2017-09-06	2017-12-21
140 000 Shs GRUPO FIN SANTANDER-ADR B	P	2017-09-12	2017-12-21
135 000 Shs GRUPO FIN SANTANDER-ADR B	P	2017-08-28	2017-12-14
44 000 Shs GRUPO FIN SANTANDER-ADR B	P	2017-09-06	2017-12-14
92 000 Shs GRUPO FIN SANTANDER-ADR B	P	2017-09-07	2017-12-14
116 000 Shs INVESCO LTD	P	2016-07-07	2017-03-27

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)
1,573		2,158	-585
84		124	-40
1,513		2,220	-707
1,253		1,836	-583
1,301		1,825	-524
1,035		1,444	-409
988		1,435	-447
322		456	-134
673		964	-291
3,464		2,908	556

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	
			-585
			-40
			-707
			-583
			-524
			-409
			-447
			-134
			-291
			556

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

(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)
27 000 Shs INVESCO LTD	P	2016-07-08	2017-03-27
24 000 Shs INVESCO LTD	P	2016-06-23	2017-03-22
91 000 Shs INVESCO LTD	P	2016-07-05	2017-03-22
2 000 Shs INVESCO LTD	P	2016-07-07	2017-03-22
93 000 Shs INVESCO LTD	P	2016-06-23	2017-02-27
4 000 Shs LOGITECH INTL SA	P	2017-05-01	2017-12-07
9 000 Shs LOGITECH INTL SA	P	2017-05-02	2017-12-07
54 000 Shs LOGITECH INTL SA	P	2017-07-11	2017-12-07
27 000 Shs LOGITECH INTL SA	P	2017-03-06	2017-11-30
30 000 Shs LOGITECH INTL SA	P	2017-03-07	2017-11-30

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)
806		695	111
722		709	13
2,737		2,248	489
60		50	10
3,037		2,747	290
131		134	-3
296		309	-13
1,775		2,017	-242
937		787	150
1,041		876	165

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	
			111
			13
			489
			10
			290
			-3
			-13
			-242
			150
			165

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

(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)
4 000 Shs LOGITECH INTL SA	P	2017-03-08	2017-11-30
20 000 Shs NEWELL BRANDS INC	P	2016-09-22	2017-01-30
79 000 Shs NEWELL BRANDS INC	P	2016-10-11	2017-01-30
40 000 Shs NEWELL BRANDS INC	P	2016-09-22	2017-01-26
38 000 Shs SYNCHRONY FINANCIAL	P	2017-01-26	2017-08-28
52 000 Shs SYNCHRONY FINANCIAL	P	2017-01-30	2017-08-28
88 000 Shs SYNCHRONY FINANCIAL	P	2017-02-13	2017-08-28
69 000 Shs SYNCHRONY FINANCIAL	P	2017-01-03	2017-08-21
57 000 Shs SYNCHRONY FINANCIAL	P	2017-01-23	2017-08-21
51 000 Shs SYNCHRONY FINANCIAL	P	2017-01-26	2017-08-21

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)
139		119	20
921		1,049	-128
3,637		3,990	-353
1,852		2,099	-247
1,151		1,386	-235
1,575		1,888	-313
2,665		3,219	-554
2,081		2,539	-458
1,719		2,038	-319
1,538		1,860	-322

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	
			20
			-128
			-353
			-247
			-235
			-313
			-554
			-458
			-319
			-322

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

(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)
39 000 Shs AERCAP HOLDINGS N V	P	2014-09-12	2017-04-18
6 000 Shs AERCAP HOLDINGS N V	P	2014-07-01	2017-04-07
37 000 Shs AERCAP HOLDINGS N V	P	2014-09-12	2017-04-07
21 000 Shs AERCAP HOLDINGS N V	P	2014-04-04	2017-03-27
42 000 Shs AERCAP HOLDINGS N V	P	2014-07-01	2017-03-27
79 000 Shs AGNICO EAGLE MINES LTD	P	2016-11-02	2017-11-28
38 000 Shs ALLIED WORLD ASSUR CO HLDG LTD	P	2014-04-22	2017-02-27
36 000 Shs ALLIED WORLD ASSUR CO HLDG LTD	P	2014-04-22	2017-02-13
51 000 Shs ALLIED WORLD ASSUR CO HLDG LTD	P	2012-02-24	2017-01-25
10 000 Shs ALLIED WORLD ASSUR CO HLDG LTD	P	2014-04-22	2017-01-25

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)
1,697		1,785	-88
261		278	-17
1,612		1,693	-81
929		869	60
1,859		1,945	-86
3,613		4,143	-530
2,012		1,335	677
1,918		1,265	653
2,710		1,160	1,550
531		351	180

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	
			-88
			-17
			-81
			60
			-86
			-530
			677
			653
			1,550
			180

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

(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)
56 000 Shs ALLIED WORLD ASSUR CO HLDG LTD	P	2012-02-24	2017-01-23
35 000 Shs ALLIED WORLD ASSUR CO HLDG LTD	P	2012-02-24	2017-01-17
75 000 Shs ALLIED WORLD ASSUR CO HLDG LTD	P	2012-02-24	2017-01-10
8 000 Shs ALPHABET INC CL A	P	2015-10-12	2017-09-06
16 000 Shs AMGEN INC	P	2015-08-28	2017-05-16
6 000 Shs AMGEN INC	P	2015-08-28	2017-05-15
22 000 Shs AMGEN INC	P	2012-11-02	2017-05-08
7 000 Shs AMGEN INC	P	2015-08-28	2017-05-08
11 000 Shs AMGEN INC	P	2012-10-09	2017-05-01
2 000 Shs AMGEN INC	P	2012-11-02	2017-05-01

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)
2,953		1,274	1,679
1,854		796	1,058
3,993		1,706	2,287
7,531		5,399	2,132
2,557		2,484	73
957		931	26
3,585		1,910	1,675
1,141		1,087	54
1,794		940	854
326		174	152

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	
			1,679
			1,058
			2,287
			2,132
			73
			26
			1,675
			54
			854
			152

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

(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)
4 000 Shs AMGEN INC	P	2012-09-21	2017-01-26
19 000 Shs AMGEN INC	P	2012-10-09	2017-01-26
6 000 Shs AMTRUST FINANCIAL SRV INC	P	2015-08-18	2017-03-22
62 000 Shs AMTRUST FINANCIAL SRV INC	P	2015-08-31	2017-03-22
50 000 Shs AMTRUST FINANCIAL SRV INC	P	2016-02-02	2017-03-22
17 000 Shs AMTRUST FINANCIAL SRV INC	P	2015-02-09	2017-03-20
104 000 Shs AMTRUST FINANCIAL SRV INC	P	2015-08-18	2017-03-20
46 000 Shs BT GP PLC SPON ADR	P	2012-02-24	2017-05-25
124 000 Shs BT GP PLC SPON ADR	P	2014-03-31	2017-05-25
201 000 Shs BT GP PLC SPON ADR	P	2012-02-24	2017-04-27

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)
614		354	260
2,915		1,624	1,291
101		190	-89
1,039		1,799	-760
838		1,423	-585
289		465	-176
1,769		3,286	-1,517
941		788	153
2,536		3,956	-1,420
4,021		3,442	579

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	
			260
			1,291
			-89
			-760
			-585
			-176
			-1,517
			153
			-1,420
			579

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

(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)
45 000 Shs BT GP PLC SPON ADR	P	2012-02-24	2017-04-26
80 000 Shs BT GP PLC SPON ADR	P	2012-02-24	2017-04-25
159 000 Shs BT GP PLC SPON ADR	P	2012-02-24	2017-03-13
140 000 Shs BT GP PLC SPON ADR	P	2012-02-24	2017-02-13
59 000 Shs CVS HEALTH CORP COM	P	2014-07-08	2017-05-17
24 000 Shs CVS HEALTH CORP COM	P	2014-02-20	2017-04-26
32 000 Shs CVS HEALTH CORP COM	P	2014-07-08	2017-04-26
12 000 Shs CVS HEALTH CORP COM	P	2014-01-30	2017-01-05
70 000 Shs CVS HEALTH CORP COM	P	2014-02-20	2017-01-05
31 000 Shs DANAHER CORPORATION	P	2016-04-29	2017-06-13

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)
903		771	132
1,621		1,370	251
3,224		2,723	501
2,698		2,397	301
4,519		4,516	3
1,960		1,707	253
2,613		2,449	164
964		813	151
5,622		4,979	643
2,610		2,281	329

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	
			132
			251
			501
			301
			3
			253
			164
			151
			643
			329

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

(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)
35 000 Shs DANAHER CORPORATION	P	2016-05-10	2017-06-13
25 000 Shs EMERSON ELECTRIC CO	P	2015-12-22	2017-08-28
109 000 Shs FRANKLIN RESOURCES INC	P	2016-05-13	2017-10-27
93 000 Shs FRANKLIN RESOURCES INC	P	2016-05-10	2017-10-10
7 000 Shs FRANKLIN RESOURCES INC	P	2016-05-13	2017-10-10
90 000 Shs INVESCO LTD	P	2016-07-08	2017-09-06
110 000 Shs NEWELL BRANDS INC	P	2014-03-11	2017-01-26
59 000 Shs NEWELL BRANDS INC	P	2013-09-17	2017-01-25
13 000 Shs NEWELL BRANDS INC	P	2014-03-11	2017-01-25
81 000 Shs NEWELL BRANDS INC	P	2013-09-17	2017-01-23

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)
2,947		2,622	325
1,459		1,168	291
4,685		3,870	815
4,193		3,396	797
316		249	67
2,896		2,315	581
5,093		4,863	230
2,776		2,223	553
612		575	37
3,760		3,052	708

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	
			325
			291
			815
			797
			67
			581
			230
			553
			37
			708

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

(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)
52 000 Shs SCHLUMBERGER LTD	P	2015-08-31	2017-07-05
4 000 Shs SCHLUMBERGER LTD	P	2014-12-03	2017-06-13
51 000 Shs SCHLUMBERGER LTD	P	2015-03-17	2017-06-13
4 000 Shs SCHLUMBERGER LTD	P	2015-08-31	2017-06-13
16 000 Shs SCHLUMBERGER LTD	P	2014-11-25	2017-04-25
43 000 Shs SCHLUMBERGER LTD	P	2014-12-03	2017-04-25
27 000 Shs SCHLUMBERGER LTD	P	2014-10-21	2017-04-18
17 000 Shs SCHLUMBERGER LTD	P	2014-11-25	2017-04-18
27 000 Shs SCHLUMBERGER LTD	P	2014-10-20	2017-03-08
8 000 Shs SCHLUMBERGER LTD	P	2014-10-21	2017-03-08

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)
3,410		4,010	-600
276		346	-70
3,525		4,102	-577
276		308	-32
1,183		1,535	-352
3,180		3,722	-542
2,106		2,627	-521
1,326		1,631	-305
2,126		2,547	-421
630		778	-148

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	
			-600
			-70
			-577
			-32
			-352
			-542
			-521
			-305
			-421
			-148

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

(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)
16 000 Shs SHIRE PLC ADR	P	2014-10-28	2017-07-17
13 000 Shs SHIRE PLC ADR	P	2014-11-10	2017-07-17
14 000 Shs SHIRE PLC ADR	P	2014-10-28	2017-07-11
10 000 Shs SHIRE PLC ADR	P	2013-12-20	2017-06-29
2 000 Shs SHIRE PLC ADR	P	2014-10-28	2017-06-29
2 000 Shs SHIRE PLC ADR	P	2013-02-04	2017-05-30
6 000 Shs SHIRE PLC ADR	P	2013-12-11	2017-05-30
24 000 Shs SHIRE PLC ADR	P	2013-12-20	2017-05-30
39 000 Shs SHIRE PLC ADR	P	2013-02-04	2017-04-26
24 000 Shs SHIRE PLC ADR	P	2013-02-04	2017-01-19

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)
2,609		3,162	-553
2,120		2,613	-493
2,259		2,767	-508
1,656		1,379	277
331		395	-64
345		204	141
1,036		799	237
4,144		3,308	836
6,905		3,970	2,935
3,947		2,443	1,504

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	
			-553
			-493
			-508
			277
			-64
			141
			237
			836
			2,935
			1,504

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

(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)
3 000 Shs TOYOTA MOTOR CP ADR NEW	P	2015-01-14	2017-12-14
42 000 Shs TOYOTA MOTOR CP ADR NEW	P	2015-03-25	2017-12-14
16 000 Shs TOYOTA MOTOR CP ADR NEW	P	2015-01-14	2017-03-08
83 000 Shs UBS GROUP AG SHS	P	2012-10-02	2017-09-12
339 000 Shs UBS GROUP AG SHS	P	2012-10-17	2017-09-12
139 000 Shs UBS GROUP AG SHS	P	2012-09-12	2017-09-06
56 000 Shs UBS GROUP AG SHS	P	2012-10-02	2017-09-06
39 000 Shs VERIZON COMMUNICATIONS	P	2016-03-22	2017-05-22
38 000 Shs VERIZON COMMUNICATIONS	P	2016-03-29	2017-05-22
106 000 Shs VERIZON COMMUNICATIONS	P	2016-03-14	2017-04-21

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)
376		380	-4
5,258		6,053	-795
1,791		2,024	-233
1,391		1,045	346
5,680		4,583	1,097
2,264		1,787	477
912		705	207
1,772		2,077	-305
1,726		2,043	-317
5,027		5,568	-541

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	
			-4
			-795
			-233
			346
			1,097
			477
			207
			-305
			-317
			-541

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

(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)
20 000 Shs VERIZON COMMUNICATIONS	P	2016-03-22	2017-04-21
39 000 Shs ALLERGAN PLC SHS	P	2013-09-30	2017-09-21
9 000 Shs ALLERGAN PLC SHS	P	2013-09-30	2017-09-14
18 000 Shs ALLERGAN PLC SHS	P	2013-09-30	2017-09-12
10 000 Shs ALLERGAN PLC SHS	P	2013-09-30	2017-09-06
34 000 Shs ALLERGAN PLC SHS	P	2013-09-30	2017-06-14
8 000 Shs ALLERGAN PLC SHS	P	2013-09-30	2017-05-16
Capital Gain Dividends			

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)
949		1,065	-116
7,975		5,616	2,359
2,025		1,296	729
4,140		2,592	1,548
2,229		1,440	789
7,902		4,896	3,006
1,798		1,152	646
			291,002

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	
			-116
			2,359
			729
			1,548
			789
			3,006
			646

Form 990PF Part XV Line 1a - 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).

Thomas D Dee III
Candace C Dee

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
McKay-Dee Foundation 4401 Harrison Blvd Ogden, UT 84403	N/A	501(c)(3)	Medical Education Open and annual gala sponsorships, unrestricted gifts	1,728
United Way 257 East 200 South Suite 300 Salt Lake City, UT 84111	N/A	501(c)(3)	Changing the Odds campaign - dental health initiatives	50,000
John A Moran Eye Center 65 Mario Capecchi Drive Salt Lake City, UT 84132	N/A	501(c)(3)	Hope in Sight campaign/ongoing research	50,000
Lewis Clark College 0615 SW Palatine Hill Road Portland, OR 97219	N/A	501(c)(3)	Endowed scholarship and student internships	25,000
The Nature Conservancy of Utah 559 East South Temple Salt Lake City, UT 84102	N/A	501(c)(3)	Utah project support - new campaign	18,750
Total . . . . ▶ 3a				300,478

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Boys and Girls Club of SLC 669 South 200 East Suite 100 Salt Lake City, UT 84111	N/A	501(c)(3)	Advanced education scholarship and operational support	10,000
University of Utah College of Educa 540 Arapeen Drive Suite 250 Salt Lake City, UT 84108	N/A	501(c)(3)	Dee Endowed Teaching Assistantship	25,000
University of Utah - College of Nur 10 South 2000 East Salt Lake City, UT 84112	N/A	501(c)(3)	Faculty support- expendable fund	50,000
Intermountain Foundation 4401 Harrison Blvd Ogden, UT 84403	N/A	501(c)(3)	Layton Hospital construction	25,000
Primary Children's Hospital Foundat 100 N Mario Capecchi Drive Salt Lake City, UT 84113	N/A	501(c)(3)	Honorary Grandparents' Fund	10,000
Total . . . . ▶ 3a				300,478

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Neighborhood House 1050 West 500 South Salt Lake City, UT 84104	N/A	501(c)(3)	Opening More Doors Campaign	35,000
Total . . . . ▶ **3a**				300,478

TY 2017 Accounting Fees Schedule

Name: Thomas and Candace Dee Family Foundation

EIN: 27-3949457

Software ID: 17005038

Software Version: 2017v2.2

Accounting Fees Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Income Tax Preparation Fees	1,435	0	0	0

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491135038198

TY 2017 Investments Corporate Stock Schedule

Name: Thomas and Candace Dee
Family Foundation
EIN: 27-3949457
Software ID: 17005038
Software Version: 2017v2.2

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Apple, Inc. (378 Shs)	63,969	63,969
General Electric Company (40,124 Shs)	700,164	700,164
United Health Group Inc. (433 Shs)	95,459	95,459
Apple, Inc. (235 Shs)	39,769	39,769
British Amer TOB (326 Shs)	21,839	21,839
Comcast (807 Shs)	32,320	32,320
JP Morgan Chase (391 Shs)	41,814	41,814
MasterCard Inc. (179 Shs)	27,093	27,093
Ryanair Holdings (292 Shs)	30,423	30,423
UBS AG (1,304 Shs)	23,981	23,981
Northrop Grumman (79 Shs)	24,246	24,246
Aercap Holdings (198 Shs)	10,417	10,417
Taiwan Smcndctr (787 Shs)	31,205	31,205
Disney Walt Company (100 Shs)	10,751	10,751
Alphabet Inc (23 Shs)	24,228	24,228
Emerson Electric Co (266 Shs)	18,538	18,538
National Oilwell Varco Inc (448 Shs)	16,137	16,137
Nippon Telegraph (689 Shs)	32,548	32,548
Tencent Hldgs (868 Shs)	45,067	45,067
ABB Ltd (1,173 Shs)	31,460	31,460
Broadcom Ltd (115 Shs)	29,544	29,544
Danaher Corp (71 Shs)	6,590	6,590
Franklin Resources (434 Shs)	18,805	18,805
Ill Tool Works (174 Shs)	29,032	29,032
Invesco Ltd (80 Shs)	2,923	2,923
Newell Brands (27 Shs)	834	834
Priceline Group (17 Shs)	29,541	29,541
Qualcomm Inc (284 Shs)	18,182	18,182
Ameriprise Fincl (174 Shs)	29,488	29,488
Banco Bilbao Viz Arg (3,015 Shs)	25,628	25,628

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BASF SE SP ADR (541 Shs)	14,861	14,861
Cigna Corporation (142 Shs)	28,839	28,839
Diageo PLC (54 Shs)	7,886	7,886
Logitech Intl (206 Shs)	6,930	6,930
McDonalds Corp (57 Shs)	9,811	9,811
Netease.com (23 Shs)	7,937	7,937
Nintendo Co (334 Shs)	15,053	15,053
TAL Educ Group (270 Shs)	8,022	8,022
Target Corporation (55 Shs)	3,589	3,589
VMWare Inc (196 Shs)	24,563	24,563
Acuity Brands (9 Shs)	1,584	1,584
Ally Financial (90 Shs)	2,624	2,624
American Campus Cmmtys (45 Shs)	1,846	1,846
American Homes (49 Shs)	1,070	1,070
Ameriprise Fincl (21 Shs)	3,559	3,559
Amerisourcebergen Corp (19 Shs)	1,745	1,745
Ametek Inc (34 Shs)	2,464	2,464
Amphenol Corp (97 Shs)	8,517	8,517
Analog Devices (22 Shs)	1,959	1,959
Arrow Electronics (54 Shs)	4,342	4,342
Autozone Inc (4 Shs)	2,845	2,845
Avalonbay Comm (13 Shs)	2,319	2,319
Ball Corporation (91 Shs)	3,444	3,444
Berkley WR Corp (16 Shs)	1,146	1,146
Best Buy Co (40 Shs)	2,739	2,739
Borg Warner (53 Shs)	2,708	2,708
Boston Properties (4 Shs)	520	520
Carlisle Co (29 Shs)	3,296	3,296
CBRE Group (70 Shs)	3,032	3,032
CBS Corp (30 Shs)	1,770	1,770

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CDW Corporation (46 Shs)	3,197	3,197
Centerpoint Energy (38 Shs)	1,078	1,078
Chubb Ltd (10 Shs)	1,461	1,461
Cigna Corporation (21 Shs)	4,265	4,265
Citizens Financial (117 Shs)	4,912	4,912
CMS Energy (79 Shs)	3,737	3,737
Commscope Holding (46 Shs)	1,740	1,740
Constellation Brands (20 Shs)	4,571	4,571
Dish NetworkCorp (28 Shs)	1,337	1,337
Dr Pepper Snapple Group (26 Shs)	2,524	2,524
Edgewell Pers Care (36 Shs)	2,138	2,138
Edison International (48 Shs)	3,036	3,036
Energen Corp (90 Shs)	5,181	5,181
Energizer Hldgs (62 Shs)	2,975	2,975
EQT Corporation (56 Shs)	3,188	3,188
Essex Property Trust (6 Shs)	1,448	1,448
Expedia Inc (24 Shs)	2,874	2,874
Fifth 3rd Bancorp (119 Shs)	3,610	3,610
First Republic Bank (24 Shs)	2,079	2,079
Fortune Brands (38 Shs)	2,601	2,601
Gap Inc (72 Shs)	2,452	2,452
Genuine Parts Co (20 Shs)	1,900	1,900
Hartford Fin (64 Shs)	3,602	3,602
Henry Schein Inc (15 Shs)	1,048	1,048
Hilton Grnd Vctn (11 Shs)	461	461
Hilton Worldwide Hldgs (41 Shs)	3,274	3,274
Hubbell Inc (19 Shs)	2,571	2,571
Humana Inc (11 Shs)	2,729	2,729
Huntington Bancshares (133 Shs)	1,936	1,936
IDEX Corporation (20 Shs)	2,639	2,639

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Jack Henry & Assoc (24 Shs)	2,807	2,807
JBG Smith Pptys (24 Shs)	834	834
Keysight Technologies (81 Shs)	3,370	3,370
Kohls Corporation (23 Shs)	1,247	1,247
Kroger Co (69 Shs)	1,894	1,894
Laboratory CP Amer Hldgs (10 Shs)	1,595	1,595
Loews Corporation (100 Shs)	5,003	5,003
M&T Bank Corp (27 Shs)	4,617	4,617
Marriott Intl (11 Shs)	1,493	1,493
Marsh & Mclennan Cos (32 Shs)	2,604	2,604
Match Group Inc (41 Shs)	1,284	1,284
Mohawk Industries (23 Shs)	6,346	6,346
MSC Indl Direct (30 Shs)	2,900	2,900
Natl Fuel Gas Co (85 Shs)	4,667	4,667
Nordstrom Inc (59 Shs)	2,795	2,795
Northern Trust Corp (27 Shs)	2,697	2,697
Outfront Media Inc (47 Shs)	1,090	1,090
Park Hotel Rsrts (38 Shs)	1,092	1,092
PBF Energy Inc (59 Shs)	2,092	2,092
Progressive Corp Ohio (33 Shs)	1,859	1,859
PVH Corporation (25 Shs)	3,430	3,430
Ralph Lauren Corp (11 Shs)	1,141	1,141
Raymond James Fincl (29 Shs)	2,590	2,590
Rayonier Incorporated (55 Shs)	1,740	1,740
Regal Beloit Corp (11 Shs)	843	843
Regency Centers Corp (13 Shs)	899	899
Sempra Energy (38 Shs)	4,063	4,063
Sherwin Williams Company (6 Shs)	2,460	2,460
Silgan Hldgs (72 Shs)	2,116	2,116
Snap-On Inc (19 Shs)	3,312	3,312

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Suntrust Bks (57 Shs)	3,682	3,682
Synopsis Inc (34 Shs)	2,898	2,898
T Rowe Price Group (35 Shs)	3,673	3,673
Tiffany & Company (23 Shs)	2,391	2,391
Unumprovident Corp (40 Shs)	2,196	2,196
Vornado Realty Trust (21 Shs)	1,642	1,642
WP Carey Inc (48 Shs)	3,307	3,307
WEC Energy Group (56 Shs)	3,720	3,720
Westar Energy (50 Shs)	2,640	2,640
Westrock Co (58 Shs)	3,666	3,666
Weyerhaeuser Co (94 Shs)	3,314	3,314
Williams Co Inc (85 Shs)	2,592	2,592
Xcel Energy (99 Shs)	4,763	4,763
XL Group (80 Shs)	2,813	2,813
Zions Bancorp (83 Shs)	4,219	4,219

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TY 2017 Investments - Other Schedule

Name: Thomas and Candace Dee Family Foundation

EIN: 27-3949457

Software ID: 17005038

Software Version: 2017v2.2

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Blackrock Equity Div A (108,881.613 Shs)	FMV	2,472,701	2,472,701
iShares iBoxx $ Yield (259 Shs)	FMV	22,600	22,600
iShares MSCI EAFE Index (1,475 Shs)	FMV	103,707	103,707
iShares Russell Midcap Value (421 Shs)	FMV	37,532	37,532
iShares Russell Midcap Index (242 Shs)	FMV	50,367	50,367
iShares S&P Smallcap (273 Shs)	FMV	46,451	46,451
iShares S&P SmallCap (219 Shs)	FMV	33,632	33,632
iShares Tr Russ Midcap Growth (504 Shs)	FMV	60,803	60,803
iShares Tr Russ 3000 Index (1,256 Shs)	FMV	198,662	198,662
iShares Tr MSCI Emerg Mkts (643 Shs)	FMV	30,298	30,298
Simon Prop Group REIT, Inc. (169 Shs)	FMV	29,024	29,024
SPDR Dow Jones Global RE (93 Shs)	FMV	4,546	4,546
Fidelity Advisor II FLTG (2,351.525 Shs)	FMV	22,598	22,598
Mainstay FDS Conv FD (895.684 Shs)	FMV	15,083	15,083
Prud ST Corp Bond Z (2,172.024 Shs)	FMV	23,849	23,849
Vanguard Dividend ET (400 Shs)	FMV	40,812	40,812
Goldman Sachs Trust (3,758.286 Shs)	FMV	76,331	76,331
Vanguard Intl Equity (337 Shs)	FMV	15,472	15,472
Janus Invt FD (945.180 Shs)	FMV	9,783	9,783
John Hancock Funds (578.704 Shs)	FMV	13,490	13,490
Doubleline Income (662 Shs)	FMV	13,366	13,366
Prudential Fin 5.7% (2,000 Shs)	FMV	50,580	50,580
General Electric Co (20,000 Shs)	FMV	349,000	349,000
SPDR S&P Insurance (1,098 Shs)	FMV	33,709	33,709
Vanguard Energy (172 Shs)	FMV	17,019	17,019
Ebay Inc (2,000 Shs)	FMV	53,880	53,880
Intl Business Machines (643 Shs)	FMV	98,649	98,649
Blackrock Multi-Asset (74,913.329 Shs)	FMV	829,291	829,291

TY 2017 Other Expenses Schedule

Name: Thomas and Candace Dee Family Foundation

EIN: 27-3949457

Software ID: 17005038

Software Version: 2017v2.2

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Advisory Fees	30,041	30,041		

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TY 2017 Taxes Schedule

Name: Thomas and Candace Dee Family Foundation

EIN: 27-3949457

Software ID: 17005038

Software Version: 2017v2.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Taxes Paid	1,054	1,054		

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

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www irs gov/form990*

OMB No 1545-0047

2017

Name of the organization	Employer identification number
Thomas and Candace Dee Family Foundation	27-3949457

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or other property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization
Thomas and Candace Dee
Family Foundation

Employer identification number
27-3949457

Part I **Contributors** (See instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Thomas D Dee III Candace C Dee 1575 Devonshire Drive Salt Lake City, UT841082552	$ 513,532	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)
2	Thomas D Dee III Candace C Dee 1575 Devonshire Drive Salt Lake City, UT841082552	$ 251,637	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)
3	Thomas D Dee III Candace C Dee 1575 Devonshire Drive Salt Lake City, UT841082552	$ 178,800	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)
4	Thomas D Dee III Candace C Dee 1575 Devonshire Drive Salt Lake City, UT841082552	$ 5,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
Thomas and Candace Dee Family Foundation	27-3949457

Part II **Noncash Property** (See instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	20,000 Shares - GE Stock	$ 513,532	2017-08-02
2	Publicly-Traded Securities - Statement 10	$ 251,637	2017-11-08
3	10,000 Shares - GE Stock	$ 178,800	2017-12-01
		$	
		$	
		$	

Name of organization	**Employer identification number**
Thomas and Candace Dee Family Foundation	27-3949457

Part III *Exclusively* **religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of** *exclusively* **religious, charitable, etc., contributions of $1,000 or less for the year. (Enter this information once. See instructions.) ▶ $** ____________

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	