

Form 990-PF

Department of the Treasury  
Internal Revenue ServiceC&E  
927

EXTENDED TO NOVEMBER 15, 2018

## 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.

Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning

, and ending

Name of foundation

RICHARD R. REED FOUNDATION

A Employer identification number

47-3818599

Number and street (or P O box number if mail is not delivered to street address)

1 E WASHINGTON ST, STE 2300

Room/suite

B Telephone number

480-316-4630

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

PHOENIX, AZ 85004

C If exemption application is pending, check here

G Check all that apply

☐

Initial return

☐

Initial return of a former public charity

☐

Final return

☐

Amended return

☐

Address change

☐

Name change

D 1 Foreign organizations, check here

2 Foreign organizations meeting the 85% test, check here and attach computation

H Check type of organization

☒

Section 501(c)(3) exempt private foundation

☐

Section 4947(a)(1) nonexempt charitable trust

☐

Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col (c), line 16)

\$ 4,085,953.

J Accounting method

☒

Cash

☐

Accrual

Other (specify)

(Part I, column (d) must be on cash basis)

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

## 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))

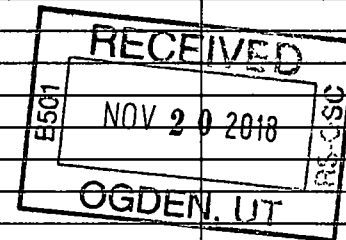
(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2,229.	2,229.		STATEMENT 1
	4 Dividends and interest from securities	45,234.	45,234.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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)					
11 Other income					
12 Total Add lines 1 through 11	47,463.	47,463.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages	6,848.	0.		6,848.
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	429.	0.		429.
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 4	1,857.	0.		328.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	634.	0.		634.
	22 Printing and publications				
	23 Other expenses STMT 5	107.	107.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	9,875.	107.		8,239.
	25 Contributions, gifts, grants paid	140,469.			140,469.
26 Total expenses and disbursements. Add lines 24 and 25	150,344.	107.		148,708.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	<102,881.>				
b Net investment income (if negative, enter -0-)		47,356.			
c Adjusted net income (if negative, enter -0-)			N/A		



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	147,590.	104,547.	104,547.
	2 Savings and temporary cash investments	88,635.	33,869.	33,869.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 7	2,690,095.	3,947,537.	3,947,537.
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		2,926,320.	4,085,953.	4,085,953.
17 Accounts payable and accrued expenses				
18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	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 checked="" type="checkbox"/>			
	and complete lines 24 through 26, and lines 30 and 31			
	24 Unrestricted	2,926,320.	4,085,953.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>			
	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	2,926,320.	4,085,953.		
31 Total liabilities and net assets/fund balances	2,926,320.	4,085,953.		

## 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	2,926,320.
2 Enter amount from Part I, line 27a	2	<102,881.>
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	1,262,514.
4 Add lines 1, 2, and 3	4	4,085,953.
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	4,085,953.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (for example, 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			
b	NONE		
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			
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
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	
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) 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 doesn't qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2016	68,850.	2,521,028.	.027310
2015	120,038.	1,779,702.	.067448
2014			
2013			
2012			

2 Total of line 1, column (d)	2	.094758
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.047379
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	3,481,137.
5 Multiply line 4 by line 3	5	164,933.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	474.
7 Add lines 5 and 6	7	165,407.
8 Enter qualifying distributions from Part XII, line 4	8	148,708.

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)		1	947.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations, enter 4% of Part I, line 12, col (b)			0.
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	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	947.
6 Credits/Payments			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	1,000.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	1,500.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7		2,500.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		1.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		1,552.
11 Enter the amount of line 10 to be Credited to 2018 estimated tax <input type="checkbox"/> 1,552. 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <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? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions <input type="checkbox"/> <u>AZ, CA</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

**Part VII-A** Statements Regarding Activities (continued)

	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		X
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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.RICHARDRREEDFOUNDATION.ORG	X	
14 The books are in care of ► TAMARA VALDEZ Telephone no ► 720-254-8701 Located at ► 1 E WASHINGTON ST, STE 2300, PHOENIX, AZ ZIP+4 ► 85004		
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 N/A		
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 the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ►		X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year, did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here N/A ► <input type="checkbox"/>	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?	1c	X
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 ► , , , b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions ) N/A c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► , , ,	2b	
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 ) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b	X

Form 990-PF (2017)

**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

X

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?

SEE STATEMENT 8

☒ 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

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

☐ Yes ☒ No

N/A

7b

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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

1 List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
TAMARA VALDEZ	PRESIDENT			
1047 GRALAND PL.				
1050 VINTAGE PL, CO 80108	5.00	0.	0.	0.
SUSIE G KETTER REED	DIRECTOR			
7878 E GAINNEY RANCH RD #12	1.00	0.	0.	0.
SCOTTSDALE, AZ 85258				

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

0

Form 990-PF (2017)

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services. 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 N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions	
3	
<b>Total.</b> Add lines 1 through 3	0.

Form 990-PF (2017)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	3,317,714.
b	Average of monthly cash balances	1b	216,435.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,534,149.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,534,149.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	53,012.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,481,137.
6	Minimum investment return. Enter 5% of line 5	6	174,057.

**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	174,057.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	947.
b	Income tax for 2017 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	947.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	173,110.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	173,110.
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	173,110.

**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	148,708.
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	148,708.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	148,708.

**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				173,110.
2 Undistributed income if any, as of the end of 2017				
a Enter amount for 2016 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2017				
a From 2012				
b From 2013				
c From 2014				
d From 2015	4,122.			
e From 2016				
f Total of lines 3a through e	4,122.			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 148,708.				
a Applied to 2016, but not more than line 2a			0.	
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				148,708.
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))	4,122.			4,122.
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 instr.			0.	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				20,280.
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	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 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
<b>a</b> Paid during the year				
ACHIEVE TAHOE PO BOX 8339 TRUCKEE, CA 96162		PC	PROVIDE ADAPTIVE SPORTS AND RECREATIONAL ACTIVITIES IN LAKE TAHOE FOR INDIVIDUALS	10,000.
CASA HOGAR CORAZON DE NINA CALLE SAN LUIS POTOSI #355 PRIMERO DE MAYO, JALISCO, MEXICO 48325		NC-EXPENDITURE RESPONSIBILITY	THE CREATION OF A SEWING WORKSHOP.	13,703.
DIGICOM 1775 E. PALM CANYON DR., SUITE 110 PALM SPRINGS, CA 92264		PC	DIRECT SUPPORT FOR MIDDLE SCHOOL AFTER SCHOOL PROGRAMS FOR AT RISK YOUTH IN THE ELEMENTS. PROVIDING	10,000.
FAMILY RESOURCE CENTER OF TRUCKEE 11695 DONNER PASS RD. TRUCKEE, CA 96161		PC	PROVIDING FREE SERVICE WHICH IMPROVE THE LIVES OF LOW-INCOME AND VULNERABLE CHILDREN BY EMPOWERING	10,000.
FUNDACION ASISTENCIAL PARE PERSONAS CON SINDROME DE DOWN TORDO 158 ARALIAS, JALISCO, MEXICO		NC-EXPENDITURE RESPONSIBILITY	ENHANCE LIVES OF PEOPLE WITH DOWN SYNDROME AND THEIR FAMILIES, THROUGH EDUCATIONAL PROGRAMS,	9,135.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>3a</b> 140,469.
<b>b</b> Approved for future payment				
NONE				
<b>Total</b>				<b>3b</b> 0.

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		Related or exempt function income
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			14	2,229.		
4 Dividends and interest from securities			14	45,234.		
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						
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal Add columns (b), (d), and (e)		0.		47,463.		0.
13 Total Add line 12, columns (b), (d), and (e)					13	47,463.

(See worksheet in line 13 instructions to verify calculations )

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

[illegible]

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

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

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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
N/A		

**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.

Signature of officer or trustee

Date \_\_\_\_\_

**► PRESIDENT**

May the IRS discuss this return with the preparer shown below? See instructions.

☒ Yes ☐ No

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Preparer's signature

Date \_\_\_\_\_

Check ☐ self-employed

PTIN

BRENDA BLUNT

BRENDA BLUNT

11/14/18

P00075126

Firm's name ► EIDE BAILLY LLP

Firm's EIN ▶ 45-0250958

Firm's address ▶ 1850 N CENTRAL AVE., STE 400  
PHOENIX, AZ 85004-4624

Phone no. 602-264-5844

Form 990-PF (2017)

**Part XV** Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
HOME FUR GOOD 10220 N 32ND ST PHOENIX, AZ 85028		PC	TRAINING, GROUP CLASSES, MEDICAL NEEDS, SOCIAL AND BEHAVIORAL ISSUES, PROMOTION AND	15,000.
HUMAN SOCIETY OF THE WHITE MOUNTAINS 782 NAVAJO LANE LAKESIDE, AZ 85929		PC	CONCRETE AND ROOFING FOR INCOMING STRAY DOGS TO HELP THE SPREAD OF DISEASE AND PROVIDE SHELTER FROM	10,000.
LAS ANIMAS DOG RESCUE ASSOCIATION AC AMAPAS #235 BUENOS AIRES, JALISCO, MEXICO 48370		NC-EXPENDITURE RESPONSIBILITY	RESCUE AND BRING BACK TO HEALTH STREET DOGS AND CATS IN PUERTO VALLARTA. PROVIDE FOOD, VETERINARY	19,285.
NAVY LEAGUE PUERTO VALLARTA/TOYS 4 TOTS CALLE MELCHOR OCAMPO # 178 DIAZ ORDAZ, JALISCO, MEXICO 48310		NC-EXPENDITURE RESPONSIBILITY	PROVIDED HOLIDAY TOYS FOR UNDERPRIVILEGED CHILDREN IN JALISCO, MEXICO.	4,568.
PASITO DE LUZ ETZQUIO CORONA #545 BOBADILLA, JALISCO, MEXICO 48290		NC-EXPENDITURE RESPONSIBILITY	HELP CHILDREN WITH DISABILITIES THAT COME FROM LOW-INCOME FAMILIES. WE PROVIDE PHYSICAL	9,643.
PROYECTO PITILLAL CHIHUAHUA 484 BOBADILLA, JALISCO, MEXICO 48290		NC-EXPENDITURE RESPONSIBILITY	BUILD A ROOF OVER THE PLAYGROUND AND PAY SALARIES	9,135.
VIDAS PO BOX 20246 BOULDER, CO 80308		PC	SPAY AND NUETER 1500+ ANIMALS IN PLAYA DEL CARMEN, MX	20,000.
Total from continuation sheets				87,631.

**Part XV** Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - ACHIEVE TAHOE

PROVIDE ADAPTIVE SPORTS AND RECREATIONAL ACTIVITIES IN LAKE TAHOE FOR  
INDIVIDUALS OF ALL AGES AND ALL DISABILITIES

NAME OF RECIPIENT - DIGICOM

DIRECT SUPPORT FOR MIDDLE SCHOOL AFTER SCHOOL PROGRAMS FOR AT RISK  
YOUTH IN THE ELEMENTS. PROVIDING DIGITAL STORYTELLING IN THEIR  
CLASSROOMS AND COMMUNITIES

NAME OF RECIPIENT - FAMILY RESOURCE CENTER OF TRUCKEE

PROVIDING FREE SERVICE WHICH IMPROVE THE LIVES OF LOW-INCOME AND  
VULNERABLE CHILDREN BY EMPOWERING THEIR PARENTSNAME OF RECIPIENT - FUNDACION ASISTENCIAL PARE PERSONAS CON SINDROME DE  
DOWNENHANCE LIVES OF PEOPLE WITH DOWN SYNDROME AND THEIR FAMILIES, THROUGH  
EDUCATIONAL PROGRAMS, SPECIALIZED THERAPIES, AND PROFESSIONAL ADVICE TO  
PARENTS. TRAINING AND SUPPORT OF THE PROFESSIONALS IN CHARGE OF THE  
PROGRAMS TO ENSURE THAT STUDENTS WITH DOWN SYNDROME ARE MAXIMIZING  
THEIR INTELLECTUAL, PHYSICAL AND EMOTIONAL OUTCOMES. TOOLS AND  
RESOURCES FOR THE DIFFERENT THERAPIES.

NAME OF RECIPIENT - HOME FUR GOOD

TRAINING, GROUP CLASSES, MEDICAL NEEDS, SOCIAL AND BEHAVIORAL ISSUES,  
PROMOTION AND MARKETING FOR ADOPTION.

NAME OF RECIPIENT - HUMAN SOCIETY OF THE WHITE MOUNTAINS

CONCRETE AND ROOFING FOR INCOMING STRAY DOGS TO HELP THE SPREAD OF

**Part XV** Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

DISEASE AND PROVIDE SHELTER FROM THE ELEMENTS.

NAME OF RECIPIENT - LAS ANIMAS DOG RESCUE ASSOCIATION AC

RESCUE AND BRING BACK TO HEALTH STREET DOGS AND CATS IN PUERTO

VALLARTA. PROVIDE FOOD, VETERINARY ASSISTANCE, MEDICINE, AND THEN FIND  
FOREVER HOMES FOR THEM.

NAME OF RECIPIENT - PASITO DE LUZ

HELP CHILDREN WITH DISABILITIES THAT COME FROM LOW-INCOME FAMILIES. WE  
PROVIDE PHYSICAL REHABILITATION, SPECIAL EDUCATION, NUTRITION, DAY CARE  
AND RECREATIONAL ACTIVITIES AT NO COST. COVERING THE COST OF OPERATING  
OUR PROGRAMS; PHYSICAL REHABILITATION (DOCTOR PHYSIOTHERAPIST), SPECIAL  
EDUCATION (TEACHERS) AND DAYCARE (CARE GIVERS).



## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BBVA COMPASS	2,229.	2,229.	
TOTAL TO PART I, LINE 3	2,229.	2,229.	

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CHARLES SCHWAB	45,234.	0.	45,234.	45,234.	
TO PART I, LINE 4	45,234.	0.	45,234.	45,234.	

## FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ATTORNEY FEES	429.	0.		429.
TO FM 990-PF, PG 1, LN 16A	429.	0.		429.

## FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	1,529.	0.		0.
PAYROLL TAX	328.	0.		328.
TO FORM 990-PF, PG 1, LN 18	1,857.	0.		328.

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BANK CHARGES	107.	107.			0.
TO FORM 990-PF, PG 1, LN 23	107.	107.			0.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
DESCRIPTION		AMOUNT	
UNREALIZED GAIN/LOSS		1,257,442.	
EXCHANGE RATE GAIN/LOSS		5,072.	
TOTAL TO FORM 990-PF, PART III, LINE 3		1,262,514.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
CORPORATE STOCK	3,947,537.	3,947,537.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,947,537.	3,947,537.	

FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT  
PART VII-B, LINE 5C

STATEMENT 8

GRANTEE'S NAME

CASA HOGAR CORAZON DE NINA

GRANTEE'S ADDRESSCALLE SAN LUIS POTOSI #355  
PUERTO VALLARTA, JALISCO, MEXICO, 48325

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
13,703.	12/02/17	10,150.

PURPOSE OF GRANT

THE CREATION OF A SEWING WORKSHOP.

DATES OF REPORTS BY GRANTEE

PENDING

ANY DIVERSION BY GRANTEE

NONE

GRANTEE'S NAME

LAS ANIMAS DOG RESCUE ASSOCIATION A.C.

GRANTEE'S ADDRESSAMAPAS #235  
PUERTO VALLARTA, JALISCO, MEXICO, 48290

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
19,285.	11/04/17	13,067.

PURPOSE OF GRANTRESCUE AND BRING BACK TO HEALTH STREET DOGS AND CATS IN PUERTO VALLARTA.  
PROVIDE FOOD, VETERINARY CARE, MEDICINE, AND THEN FIND FOREVER HOMES FOR  
THEM.DATES OF REPORTS BY GRANTEE

PENDING

ANY DIVERSION BY GRANTEE

NONE

GRANTEE'S NAME

LAS ANIMAS DOG RESCUE ASSOCIATION A.C.

GRANTEE'S ADDRESSAMAPAS #235  
PUERTO VALLARTA, JALISCO, MEXICO, 48290

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>	<u>VERIFICATION DATE</u>
8,699.	11/26/16	8,699.	11/01/17

PURPOSE OF GRANT

FOOD, VETERINARY EXPENSES AND MEDICINE.

DATES OF REPORTS BY GRANTEE

3/28/2017, 8/26/2017

ANY DIVERSION BY GRANTEE

NONE

RESULTS OF VERIFICATION

NO DIVERSION OF EXPENDITURES.

GRANTEE'S NAME

PASITO DE LUZ

GRANTEE'S ADDRESSETZQUIO CORONA #545  
PUERTO VALLARTA, JALISCO, MEXICO, 48290

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
9,643.	12/02/17	9,643.

PURPOSE OF GRANT

HELP CHILDREN WITH DISABILITIES THAT COME FROM LOW-INCOME FAMILIES. WE PROVIDE PHYSICAL REHABILITATION, SPECIAL EDUCATION, NUTRITION, DAY CARE AND RECREATIONAL ACTIVITIES AT NO COST. COVERING THE COST OF OPERATING OUR PROGRAMS; PHYSICAL REHABILITATION (DOCTOR PHYSIOTHERAPIST), SPECIAL EDUCATION (TEACHERS) AND DAYCARE (CARE GIVERS).

DATES OF REPORTS BY GRANTEE

PENDING

ANY DIVERSION BY GRANTEE

NONE

GRANTEE'S NAME

FUNDACION ASISTENCIAL PARE PERSONAS CON SINDROME DE DOWN

GRANTEE'S ADDRESSTORDO 158  
PUERTO VALLARTA, JALISCO, MEXICO, 48328

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
9,135.	01/12/17	8,631.

PURPOSE OF GRANT

ENHANCE LIVES OF PEOPLE WITH DOWN SYNDROME AND THEIR FAMILIES, THROUGH EDUCATIONAL PROGRAMS, SPECIALIZED THERAPIES, AND PROFESSIONAL ADVICE TO PARENTS. TRAINING AND SUPPORT OF THE PROFESSIONALS IN CHARGE OF THE PROGRAMS TO ENSURE THAT STUDENTS WITH DOWN SYNDROME ARE MAXIMIZING THEIR INTELLECTUAL, PHYSICAL AND EMOTIONAL OUTCOMES. TOOLS AND RESOURCES FOR THE DIFFERENT THERAPIES.

DATES OF REPORTS BY GRANTEE

12/17/2017

ANY DIVERSION BY GRANTEE

NONE

GRANTEE'S NAME

NAVY LEAGUE PUERTO VALLARTA . TOYS 4 TOTS

GRANTEE'S ADDRESSCALLE MELCHO OCAMPO #178  
PUERTO VALLARTA, JALISCO, MEXICO, 48310

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
4,568.	12/06/17	4,568.

PURPOSE OF GRANT

PROVIDED HOLIDAY TOYS FOR UNDERPRIVLEDGED CHILDREN IN JALISCO, MEXICO.

DATES OF REPORTS BY GRANTEE

PENDING

ANY DIVERSION BY GRANTEE

NONE



GRANTEE'S NAME

PROYECTO PITILLAL

GRANTEE'S ADDRESSCHIHUAHUA 484 COL. BOBADILLA  
PUERTO VALLARTA, JALISCO, MEXICO, 48290

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
9,135.	01/12/17	9,135.

PURPOSE OF GRANT

BUILD A ROOF OVER THE PLAYGROUND AND TO PAY SALARIES.

DATES OF REPORTS BY GRANTEE

11/1/2017

ANY DIVERSION BY GRANTEE

NONE