

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

OMB No 1545-0052
2018
Open to Public Inspection

For calendar year 2018, or tax year beginning 01-01-2018 , and ending 12-31-2018

Name of foundation STEPS FOUNDATION FKA THE POWERS PRIVATE FOUNDATION		A Employer identification number 20-8801554
Number and street (or P O box number if mail is not delivered to street address) PO BOX 270447	Room/suite	B Telephone number (see instructions) (303) 748-6337
City or town, state or province, country, and ZIP or foreign postal code LOUISVILLE, CO 80027		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ <u>1,099,187</u>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(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)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	28,917	28,917	28,917	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-1,923			
	b Gross sales price for all assets on line 6a <u>435,837</u>				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	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	26,994	28,917	28,917		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0	0	0
	14 Other employee salaries and wages	76,535	0	0	76,535
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	5,705	2,852	0	2,853
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	8,673	1,995	0	6,678
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	20,868	16,421	0	4,447
	24 Total operating and administrative expenses. Add lines 13 through 23	111,781	21,268	0	90,513
	25 Contributions, gifts, grants paid	165,722			165,722
26 Total expenses and disbursements. Add lines 24 and 25	277,503	21,268	0	256,235	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-250,509				
b Net investment income (if negative, enter -0-)		7,649			
c Adjusted net income (if negative, enter -0-)			28,917		

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	130,402	104,468	104,468
	2 Savings and temporary cash investments	47,885	53,911	53,911
	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 ▶ _____	10,588	0	0
	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)	411,654	309,327	345,221
	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)	744,310	624,868	595,587
	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)	1,344,839	1,092,574	1,099,187	
Liabilities	17 Accounts payable and accrued expenses	8,856	1,658	
	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)	8,856	1,658	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0	0	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
29 Retained earnings, accumulated income, endowment, or other funds	1,335,983	1,090,916		
30 Total net assets or fund balances (see instructions)	1,335,983	1,090,916		
31 Total liabilities and net assets/fund balances (see instructions) .	1,344,839	1,092,574		

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	1,335,983
2 Enter amount from Part I, line 27a	2	-250,509
3 Other increases not included in line 2 (itemize) ▶ _____	3	5,442
4 Add lines 1, 2, and 3	4	1,090,916
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	1,090,916

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1 a WELLS FARGO - SECTION 1250 GAIN	P		
b PUBLICLY TRADED SECURITIES	P		
c PUBLICLY TRADED SECURITIES	P		
d CAPITAL GAINS DIVIDENDS	P		
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 84			84
b 83,120		83,964	-844
c 346,091		353,796	-7,705
d 6,542			6,542
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			84
b			-844
c			-7,705
d			6,542
e			

2 Capital gain net income or (net capital loss)	2	-1,923
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	-844

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))
2017	388,574	1,315,027	0.295487
2016	170,304	1,061,948	0.160369
2015	1,162,839	1,391,815	0.835484
2014	1,173,672	1,662,396	0.706012
2013	1,034,758	2,229,395	0.464143

2 Total of line 1, column (d)	2	2.461495
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	0.492299
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	1,287,031
5 Multiply line 4 by line 3	5	633,604
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	76
7 Add lines 5 and 6	7	633,680
8 Enter qualifying distributions from Part XII, line 4	8	256,235

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)

Table with 11 rows for excise tax calculations. Includes fields for exempt foundations, tax under section 511, subtitle A tax, and credits/payments. Total tax due is 153.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and state reporting. Includes Yes/No columns.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions.
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
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW STEPS-FOUNDATION.ORG
14 The books are in care of CHELLI LALIK Telephone no (303) 222-8818

Located at PO BOX 270447 LOUISVILLE CO ZIP+4 80027

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

16 At any time during calendar year 2018, 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

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

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

1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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).
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.
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 2018?
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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? If "Yes," list the years 20, 20, 20, 20
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement-see instructions).
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?
b If "Yes," did it have excess business holdings in 2018 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 2018).
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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 2018?

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 STEPS FOUNDATION RESCUES ABUSED AND NEGLECTED HORSES AND PAIRS THEM WITH INDIVIDUALS WHO HAVE SUFFERED ABUSE THEY OFFER INDIVIDUALS CONTINUED SUPPORT AND HEALING FROM PAST TRAUMAS THEY ALSO OFFER A HEALING PROCESS FOR BOTH THE INDIVIDUAL AND THE HORSES STEPS ADOPTED 15 HORSES DURING 2013 AND 2 HORSES IN 2014 SINCE SELLING THE PROPERTY IN 2017, STEPS FOUNDATION WILL NOW MAKE CHARITABLE DONATIONS TO ORGANIZATIONS THAT ARE CONTINUING THE ORIGINAL MISSION	256,235
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	1,194,874
b	Average of monthly cash balances.	1b	111,756
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,306,630
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	1,306,630
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	19,599
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,287,031
6	Minimum investment return. Enter 5% of line 5.	6	64,352

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	
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	
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	

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	256,235
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	256,235
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	256,235

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2018				
a From 2013.				
b From 2014.				
c From 2015.				
d From 2016.				
e From 2017.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ _____				
a Applied to 2017, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2018 distributable amount.				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2018 (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 2017 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				
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 2013 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2014.				
b Excess from 2015.				
c Excess from 2016.				
d Excess from 2017.				
e Excess from 2018.				

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 2018, enter the date of the ruling. ▶					
b Check box to indicate whether the organization is a private operating foundation described in section <input checked="" type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
b 85% of line 2a	28,917	25,971	9,834	19,251	83,973
c Qualifying distributions from Part XII, line 4 for each year listed	24,579	22,075	8,359	16,363	71,377
d Amounts included in line 2c not used directly for active conduct of exempt activities	256,235	388,574	170,304	1,163,611	1,978,724
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0	0	19,000	27,000	46,000
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.	42,901	43,834	35,398	46,394	168,527
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

Part XV Supplementary Information (Complete this part only if the foundation 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))
 LYNN POWERS
- 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. to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.
- 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total				▶ 3a
b <i>Approved for future payment</i>				
Total				▶ 3b

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BOULDER COMMUNITY HEALTH FOUNDATION PO BOX 19320 BOULDER, CO 80308		501C(3)	DR PAUL LEWIS MEMORIAL FUND	10,000
COASTAL BEND COMMUNITY FOUNDATION 615 N UPPER BROADWAY SUITE 1950 CORPUS CHRISTI, TX 78401		501C(3)	PROGRAM SUPPORT	2,500
HIRSHBERG FOUNDATION 2990 S SEPULVEDA BLVD SUITE 300C LOS ANGELES, CA 90064		501C(3)	PROGRAM SUPPORT	2,000
Total ▶ 3a				165,722

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LONGMONT HUMANE SOCIETY 9595 NELSON ROAD LONGMONT, CO 80501		501C(3)	PROGRAM SUPPORT	5,000
ROCKPORT POLICE DEPARTMENT 714 E CONCHO ST ROCKPORT, TX 78382		501C(3)	PROGRAM SUPPORT	4,000
ROCKPORT RELIEF CAMP 2321 FM 3036 ROCKPORT, TX 78382		501C(3)	PROGRAM SUPPORT	6,122
Total ▶ 3a				165,722

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ROCKPORT VOLUNTEER FIRE DEPARTMENT PO BOX 1325 ROCKPORT, TX 78381		501C(3)	PROGRAM SUPPORT	7,500
TEXAS MARITIME MUSEUM 1202 NAVIGATION CIRCLE ROCKPORT, TX 78382		501C(3)	PROGRAM SUPPORT	6,500
HUMANE SOCIETY & ADOPTION CENTER OF ROCKPORT-FULTON PO BOX 1502 FULTON, TX 78358		501C(3)	PROGRAM SUPPORT	6,000
Total ▶ 3a				165,722

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CORPUS CHRISTI CHRISTIAN FELLOWSHIP 6602 S STAPLES ST CORPUS CHRISTI, TX 78413		501C(3)	PROGRAM SUPPORT	2,500
ARANSAS COUNTY ISD EDUCATION FOUNDATION INC PO BOX 195 ROCKPORT, TX 78381		501C(3)	PROGRAM SUPPORT	4,000
HABITAT FOR HUMANITY INTERNATIONAL INC 270 PEACHTREE STREET SUITE 1300 ATLANTA, GA 30303		501C(3)	PROGRAM SUPPORT	2,600
Total ▶ 3a				165,722

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COMMITTEE OF 200 FOUNDATION 980 N MICHIGAN AVENUE SUITE 1575 CHICAGO, IL 60611		501C(3)	PROGRAM SUPPORT	2,000
EARTHSAVER FUNDPO BOX 270030 LOUISVILLE, CO 80027		501C(3)	PROGRAM SUPPORT	100,000
THE DESMOND FUND1005 E MAIN ST ROCKPORT, TX 78382		501C(3)	PROGRAM SUPPORT	5,000
Total ▶ 3a				165,722

TY 2018 Accounting Fees Schedule**Name:** STEPS FOUNDATION

FKA THE POWERS PRIVATE FOUNDATION

EIN: 20-8801554

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	5,705	2,852	0	2,853

TY 2018 Investments Corporate Stock Schedule

Name: STEPS FOUNDATION
 FKA THE POWERS PRIVATE FOUNDATION
EIN: 20-8801554

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MEDTRONIC PLC	4,380	4,639
EATON CORP PLC	3,807	3,570
VERIZON COMMUNICATIONS	2,467	3,036
AIR PRODS & CHEMS INC COM	4,194	4,641
INTEL CORP	2,607	3,426
CISCO SYSTEMS INC	4,724	6,413
3M CO	5,563	5,145
CUMMINS INC	4,028	3,341
UNITEDHEALTH GROUP INC	5,610	7,723
THERMO FISHER SCIENTIFIC INC	5,279	6,714
STRYKER CORP	4,623	5,016
LABORATORY CRP OF AMER HLDGS	5,020	4,170
TJX COMPANIES INC	5,224	6,398
WALT DISNEY CO	5,981	6,140
CLOROX CO	5,150	6,011
COLGATE PALMOLIVE CO	4,403	3,452
EOG RESOURCES INC	4,138	4,012
OCCIDENTAL PETE CORP	3,948	3,928
BLACKROCK INC	3,731	3,535
DISCOVER FINANCIAL SERVICES	3,143	3,126
JPMORGAN CHASE & CO	7,119	8,395
PNC FINANCIAL SERVICES GROUP	5,138	5,027
TRAVELERS COMPANIES INC	3,515	3,353
NOVARTIS AG-ADR	5,328	5,406
BIOGEN INC	2,831	3,310
SCHLUMBERGER LTD	5,428	2,922
TAIWAN SEMICONDUCTOR MANUFACTU-ADR	3,658	3,654
TECHNIPFMC LIMITED	3,603	2,448
DANAHER CORP	2,590	5,259
ACCENTURE LTD	2,859	5,922

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COSTCO WHOLESALE CORP	5,560	6,722
O'REILLY AUTOMOTIVE INC	6,822	9,297
FORTIVE CORP	3,122	4,533
ALPHABET INC CL A	4,649	11,495
HOME DEPOT INC	2,248	7,732
MICROSOFT CORP	5,197	13,814
VISA INC - CLASS A SHARES	5,097	10,423
APPLE INC	5,765	9,307
PARNASSUS MID CAP FUND CLASS INS	59,527	56,040
VANGUARD FTSE EMERGING MARKETS	39,123	40,196
BOOKING HOLDINGS	4,039	3,445
PROCTER & GAMBLE CO	4,084	4,045
BANK OF NEW YORK MELLON CORP	6,662	5,978
KEYCORP	7,537	5,409
ABBOTT LABS	3,959	4,050
COGNIZANT TECH SOLUTIONS CRP	6,142	4,951
ELECTRONIC ARTS INC	4,459	2,999
INGERSOLL-RAND PLC	5,246	4,653

TY 2018 Investments - Other Schedule**Name:** STEPS FOUNDATION

FKA THE POWERS PRIVATE FOUNDATION

EIN: 20-8801554**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
THE BLACKROCK GLOBAL LONG/SHORT CREDIT FUND CLASS K	AT COST	18,366	17,209
NEUBERGER BERMAN LONG SHORT FUND CLASS INC	AT COST	17,617	16,419
ASG GLOBAL ALTERNATIVES FUND CLASS Y	AT COST	18,925	19,034
SPDR DJ WILSHIRE INTERNATIONAL REAL ESTATE ETF	AT COST	12,608	12,016
BOSTON PARTNERS LONG/SHORT RESEARCH	AT COST	15,533	16,603
EATON VANCE FLOATING RATE FD-I	AT COST	41,835	40,463
PRINCIPAL GLOBAL MULTI-STRATEGY FUND	AT COST	18,762	17,033
VANGUARD INTERMEDIATE TERM BOND	AT COST	107,721	104,458
VANGUARD SHORT TERM BOND ETF	AT COST	50,850	49,892
DOMINI IMPACT INTERNATIONAL EQUITY FUND CLASS INST	AT COST	73,448	64,690
VANGUARD TOTAL BOND MARKET ETF	AT COST	80,986	77,626
ALEXANDRA REAL ESTATE EQUITIES INC COM	AT COST	5,128	4,840
AMERICAN TOWER CORP	AT COST	4,183	5,062
EPR PROPERTIES	AT COST	5,240	4,610
EQUINIX INC	AT COST	5,217	4,231
EXTRA SPACE STORAGE INC COM	AT COST	4,211	4,976
INVITATION HOMES INC	AT COST	5,123	4,819
MEDICAL PPTYS TR INC COM	AT COST	3,960	4,904
MID AMERICA APARTMENT COM	AT COST	5,249	4,785
PROLOGIS INC	AT COST	7,587	7,575
SIMON PROPERTY GROUP INC	AT COST	4,766	5,040
INVESCO BALANCED-RISK COMMODITY	AT COST	11,143	10,069
TCW EMRG MKTS INCM-I	AT COST	63,713	62,015
ISHARES CORE S&P SMALL-CAP	AT COST	31,559	27,728
E-TRACS ALERIAN MLP INGRASTRUCTURE	AT COST	11,138	9,490

TY 2018 Other Expenses Schedule**Name:** STEPS FOUNDATION

FKA THE POWERS PRIVATE FOUNDATION

EIN: 20-8801554**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK CHARGES	3	2	0	1
ACCOUNT MANAGEMENT FEES	11,693	11,693	0	0
PAYROLL PROCESSING FEES	105	0	0	105
DUES, FEES AND LICENSES	214	0	0	214
INSURANCE	7,285	3,278	0	4,007
OFFICE SUPPLIES	1,319	1,319	0	0
POSTAGE	9	9	0	0
WEBSITE MAINTENANCE	240	120	0	120

TY 2018 Other Increases Schedule**Name:** STEPS FOUNDATION

FKA THE POWERS PRIVATE FOUNDATION

EIN: 20-8801554

Description	Amount
PRIOR PERIOD ADJUSTMENT	5,442

TY 2018 Taxes Schedule**Name:** STEPS FOUNDATION

FKA THE POWERS PRIVATE FOUNDATION

EIN: 20-8801554

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX PAID	745	745	0	0
PAYROLL TAX EXPENSE	5,677	0	0	5,677
PENALTIES	679	0	0	679
INCOME TAXES	322	0	0	322
INCOME TAX ON INVESTMENTS	1,250	1,250	0	0