

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.

For calendar year 2018 or tax year beginning _____, and ending _____

Name of foundation
OUTRIDE
FKA THE SPECIALIZED FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
15130 CONCORD CIRCLE

City or town, state or province, country, and ZIP or foreign postal code
MORGAN HILL, CA 95037

A Employer identification number
47-2817949

B Telephone number
(408) 779-6229

C If exemption application is pending, check here *le*

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

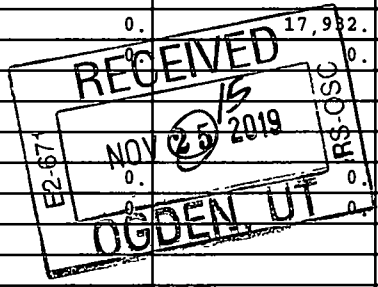
G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization: Section 501(c)(3) exempt private foundation *03*
 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) **\$ 455,515.** **J** Accounting method: Cash Accrual
 Other (specify) _____ (Part I, column (d) must be on cash basis.)

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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	980,642.			
	2 Check <input 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				
	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			0.	
	9 Income modifications				
	10a Gross sales less returns and allowances	86,400.			STATEMENT 1
b Less Cost of goods sold	68,468.				
c Gross profit or (loss)		17,932.		17,932.	
11 Other income					
12 Total. Add lines 1 through 11		998,574.	0.	17,932.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	242,550.		0.	242,550.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 2	19,693.			19,428.
	c Other professional fees STMT 3	129,954.			181,626.
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion	11,024.	0.	0.	
	20 Occupancy				
	21 Travel, conferences, and meetings	42,905.	0.	0.	62,308.
	22 Printing and publications	458.	0.	0.	458.
	23 Other expenses STMT 4	150,563.	0.	0.	160,661.
	24 Total operating and administrative expenses. Add lines 13 through 23	597,147.	0.	0.	667,031.
	25 Contributions, gifts, grants paid	485,877.			485,877.
26 Total expenses and disbursements. Add lines 24 and 25	1,083,024.	0.	0.	1,152,908.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-84,450.				
b Net investment income (if negative, enter -0-)		0.			
c Adjusted net income (if negative, enter -0-)			17,932.		



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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		572,867.	420,164.	420,164.
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶	7,525.			
		Less: allowance for doubtful accounts ▶		8,243.	7,525.	7,525.
	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		9,810.	7,500.	7,500.
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock				
	c	Investments - corporate bonds				
	11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis ▶	36,221.				
	Less accumulated depreciation ▶	15,895.	30,406.	20,326.	20,326.	
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		621,326.	455,515.	455,515.	
Liabilities	17	Accounts payable and accrued expenses		103,014.	21,653.	
	18	Grants payable				
	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)		103,014.	21,653.	
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		518,312.	431,398.	
	25	Temporarily restricted			2,464.	
	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		518,312.	433,862.		
31	Total liabilities and net assets/fund balances		621,326.	455,515.		

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	518,312.
2	Enter amount from Part I, line 27a	2	-84,450.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	433,862.
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	433,862.

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.			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(l) 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))
2017	1,335,794.	262,279.	5.093027
2016	519,650.	74,656.	6.960593
2015	91,028.	16,879.	5.392974
2014	0.	0.	.000000
2013			

2	Total of line 1, column (d)	2	17.446594
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	4.361649
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	422,321.
5	Multiply line 4 by line 3	5	1,842,016.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7	Add lines 5 and 6	7	1,842,016.
8	Enter qualifying distributions from Part XII, line 4 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.	8	1,153,852.

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 sub-rows 6a-6d for credits and payments. Values are mostly 0.

Part VII-A Statements Regarding Activities

Table with 10 rows of activity statements and a Yes/No column. Includes questions about political campaigns, unrelated business income, and substantial contributors.

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 ► <u>WWW.OUTRIDEBIKE.ORG</u>	X	
14 The books are in care of ► <u>JEFF SCHWARTZ</u> Telephone no. ► <u>(408) 779-6229</u> Located at ► <u>15130 CONCORD CIRCLE, MORGAN HILL, CA</u> ZIP+4 ► <u>95037</u>		
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 ► <u>15</u> N/A		
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 ►		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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here ► <input type="checkbox"/>	1b	X
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?	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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? <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. ► _____		
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 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.) N/A	3b	
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?	4a	X
	4b	X

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

		Yes	No
5a During the year, did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	N/A	5b	
Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>		
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?	N/A		
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		6b	X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

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
MICHAEL SINYARD 15130 CONCORD CIRCLE MORGAN HILL, CA 95037	DIRECTOR & PRESIDENT 1.00	0.	0.	0.
MICHAEL HAYES 15130 CONCORD CIRCLE MORGAN HILL, CA 95037	DIRECTOR & TREASURER 1.00	0.	0.	0.
TED THEOCHEUNG 15130 CONCORD CIRCLE MORGAN HILL, CA 95037	DIRECTOR & EXECUTIVE DIREC 40.00	242,550.	0.	0.

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

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 SEE STATEMENT 6	792,925.
2 ADVANCING THE MEDICAL RESEARCH CONNECTING CYCLING ACTIVITY TO IMPROVEMENT IN ACADEMIC, HEALTH AND SOCIAL SUCCESS.	123,052.
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	
3 All other program-related investments. See instructions.	
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	0.
b	Average of monthly cash balances	1b	428,752.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	428,752.
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	428,752.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	6,431.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	422,321.
6	Minimum investment return. Enter 5% of line 5	6	21,116.

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	1,152,908.
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	944.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	1,153,852.
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	1,153,852.

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)

N/A

	(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:				
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 instr.				
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				
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)

1 a 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 ▶ 10/15/14
 b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Prior 3 years				(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	17,932.	0.	0.	0.	17,932.
b 85% of line 2a	15,242.	0.	0.	0.	15,242.
c Qualifying distributions from Part XII, line 4 for each year listed	1,153,852.	1,335,794.	557,000.	91,028.	3,137,674.
d Amounts included in line 2c not used directly for active conduct of exempt activities	485,877.	469,204.	393,595.	18,575.	1,367,251.
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	667,975.	866,590.	163,405.	72,453.	1,770,423.
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets	455,515.	621,326.	137,546.	11,388.	1,225,775.
(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	14,077.	8,743.	2,489.	563.	25,872.
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).)
 NONE

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.
 NONE

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.

- 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 Paid during the year				
BAYLOR COLLEGE OF MEDICINE ACADEMY AT RYAN MIDDLE SCHOOL 2610 ELGIN ST. HOUSTON, TX 77004	NONE	501(C)3	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	27,919.
BATH MIDDLE SCHOOL 6 OLD BRUNSWICK ROAD BATH, ME 04530	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	1,871.
BLUE RIDGE JUNIOR HIGH 1200 W. WHITE MOUNTAIN BLVD. LAKESIDE, AZ 85929	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	20,391.
BOECKMAN MIDDLE SCHOOL 800 DENMARK AVE. FARMINGTON, MN 55024	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	13,732.
BOY SCOUTS - C/O TED THEOCHEUNG 15130 CONCORD CIRCLE MORGAN HILL, CA 95037	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	8,617.
Total	SEE CONTINUATION SHEET(S) ▶ 3a			485,877.
b Approved for future payment				
NONE				
Total	▶ 3b			0.

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) (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
(2) Other assets
b Other transactions:
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
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.

Table with 3 columns: Question, Yes, No. Rows include 1a(1), 1a(2), 1b(1) through 1b(6), and 1c.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A'.

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 [X] No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row 1 contains '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: [Signature], Date: 11/13/19, Title: INTERIM EXEC DIRECTOR. May the IRS discuss this return with the preparer shown below? See instr. [X] Yes [] No

Table for Preparer Information: Print/Type preparer's name: MATTHEW PETROSKI, Preparer's signature: MATTHEW PETROSKI, Date: 11/13/19, Check self-employed: [], PTIN: P00853132, Firm's name: ARMANINO LLP, Firm's EIN: 94-6214841, Firm's address: 50 W. SAN FERNANDO ST, STE 500, SAN JOSE, CA 95113, Phone no.: 408-200-6400.

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
BOYS DENVER 2401 ALCOTT ST DENVER, CO 80211	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	13,333.
BREVARD ACADEMY 1110 HENDERSONVILLE HWY PISGAH FOREST, NC 28768	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	17,377.
DOUBLE PEAK SCHOOL 111 SAN ELIGO RD. SAN MARCOS, CA 92078	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	1,952.
BURKE TOWN SCHOOL 3293 BURKE HOLLOW R WEST BURKE, VT 05871	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	9,061.
EVERITT MIDDLE SCHOOL 3900 KIPLING ST. WHEAT RIDGE, CO 80033	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	150.
CAMP SOUTHERN GROUND 100 SOUTHERN GROUND PARKWAY FAYETTEVILLE, GA 30215	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	7,669.
CENTER CITY PUBLIC 900 2ND STREET, STE 221 WASHINGTON DC, DC 20002	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	1,191.
DR. MARTIN LUTHER KING JR. 900 2ND STREET, SUITE 221 WASHINGTON DC, DC 20002	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	20,581.
DRYDEN MIDDLE SCHOOL 118 FREEVILLE RD. DRYDEN, NJ 13053	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	11,406.
CRAWFORDSVILLE MIDDLE 705 WALLACE AVE. CRAWFORDSVILLE, IN 47933	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	20,167.
Total from continuation sheets				413,347.

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
DAVENPORT SCHOOL OF THE ARTS 4751 COUNTY RD. 547 DAVENPORT, FL 33837	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	14,210.
DENVER ACADEMY 4400 E ILIF AVE DENVER, CO 80222	NONE	501(C)3	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	5,829.
DUVAL CHARTER SCHOOL 8680 AC SKINNER PKWY JACKSONVILLE, FL 32256	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	9,261.
EDWARD HYNES MIDDLE 990 HARRISON AVE. NEW ORLEANS, LA 70124	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	12,445.
ENVIRONMENTAL CHARTER SCHOOL 829 MILTON AVE. PITTSBURGH, PA 15218	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	11,346.
EVERGREEN MIDDLE 2059 S HIWAN DR. EVERGREEN, CO 80439	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	13,732.
FLAGSTAFF JUNIOR ACADEMY 306 W CEDAR AVE. FLAGSTAFF, AZ 86001	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	14,206.
FOREST RIDGE ACADEMY 7300 FOREST RIDGE DRIVE SCHERERVILLE, IN 46375	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	8,643.
GALS DENVER 750 GALAPAGO ST. DENVER, CO 80204	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	13,846.
HOLTON PUBLIC SCHOOL 6500 4TH ST. HOLTON, MI 49425	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	13,732.
Total from continuation sheets				

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
P186X WALTER J. DAMROSCH SCHOOL 750 JENNINGS ST. BRONX, NY 10459	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	3,301.
INDIAN SPRING SCHOOL 190 WOODWARD DR. PELHAM, AL 35124	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	3,658.
IS 51 EDWIN MARKHAM 80 WILLOWBROOK RD. STATEN ISLAND, NY 10302	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	1,560.
KIPP CONNECT MIDDLE SCHOOL 6700 BELLAIRE BLVD. HOUSTON, TX 77074	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	13,406.
LEYARD MIDDLE SCHOOL 1860 CT-12 GALES FERRY, CT 06355	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	20,467.
LOOKOUT VALLEY MIDDLE 350 LOOKOUT HIGH ST. CHATTANOOGA, TN 37419	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	8,437.
MAUI PREPARATORY ACADEMY 4910 HONOAPIILANI HWY LAHAINA, HI 96761	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	7,116.
MRACHEK MIDDLE SCHOOL 1955 S TELLURIDE ST. AURORA, CO 90013	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	10,201.
NITSCHMANN MIDDLE 1002 W UNION BLVD. BETHLEHEM, PA 18018	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	20,167.
OCEANSIDE MIDDLE 47 VALLEY STREET THOMASTON, ME 04861	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	7,927.
Total from continuation sheets				

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
ONE WORLD 215 GRAND AVE. NW FORT PAYNE, AL 35967	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	224.
OSWEGO MIDDLE 100 MARK FITZGIBBONS DR. OSWEGO, NY 13126	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	1,505.
PERRY MIDDLE SCHOOL 2775 WEST BRITTON RD. PERRY, WI 48875	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	13,732.
PORTAGE MIDDLE SCHOOL 8305 S. WESTNEDGE AVE. PORTAGE, MI 49002	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	58.
PORTLAND MIDDLE SCHOOL 745 STORZ AVE. PORTLAND, MI 48875	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	1,500.
RED TOP MEADOWS 7905 FALL CREEK ROAD WILSON, WY 83014	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	4,911.
REHOBOTH CHRISTIAN SCHOOL 7 TSE YAANIICHII LN, REHOBOTH, NM 87322	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	8,084.
SACATON MIDDLE SCHOOL 150 SKILL CENTER DR. SACATON, AZ 85147	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	13,732.
SAND HILL SCHOOL 650 CLARK WAY PALO ALTO, CA 94034	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	1,612.
SOUTHBRIDGE MIDDLE SCHOOL 132 TORRY RD. SOUTHBRIDGE, MA 01550	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	639.
Total from continuation sheets				

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
SPRINGWATER ENVIRONMENT SCIENCE SCHOOL 16491 SPRINGWATER RD. OREGON CITY, OR 97045	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	10,813.
STANFIELD ELEMENTARY 515 S. STANFIELD RD. STANFIELD, AZ 85172	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	11,346.
STANFORD/NIRS HELMET PROJECT 450 SERRA MALL STANFORD, CA 94305	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	180.
THE CREFELD SCHOOL 8836 CREFELD ST. PHILADELPHIA, PA 19118	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	4,971.
SOLERSANO MIDDLE SCHOOL 7121 GRENACHE WAY GILROY, CA 95020	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	21,958.
AIM ACADEMY 1200 RIVER ROAD CONSHOHOCKEN, PA 19428	NONE	GOV	TO IMPROVE LIVES OF KIDS WITH LEARNING DIFFERENCES	1,705.
Total from continuation sheets				

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

- ▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2018

Name of the organization

OUTRIDE

FKA THE SPECIALIZED FOUNDATION

Employer identification number

47-2817949

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 foundationCheck 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 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 (entering "N/A" in column (b) instead of the contributor name and address), 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 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2018)

Name of organization OUTRIDE FKA THE SPECIALIZED FOUNDATION	Employer identification number 47-2817949
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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	SPECIALIZED BICYCLE COMPONENTS, INC. 15130 CONCORD CIRCLE MORGAN HILL, CA 95037	\$ 856,081.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
2	AETNA, INC. 151 FARMINGTON AVE HARTFORD, CT 06156	\$ 25,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
3	BRIAN HODES 287 SOUTH ROBERSTON BEVERLY HILLS, CA 90211	\$ 7,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
4	JOHN DANHAKL 17717 CALLE DE PALERMO PACIFIC PALISDAES, CA 90272	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
5	KING RIDGE FOUNDATION P.O. BOX 5873 SANTA ROSA, CA 95402	\$ 21,921.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
6	LAUBE FAMILY FOUNDATION 336 S KALAMAZOO MALL UNIT 702 KALAMAZOO, MI 49007	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization OUTRIDE FKA THE SPECIALIZED FOUNDATION	Employer identification number 47-2817949
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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
7	WELLS FARGO BANK 550 S 4TH ST., MAC N9310-074 MINNEAPOLIS, MN 55415	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
8	SCOSCHE 1550 PACIFIC AVE. OXNARD, CA 93033	\$ 10,800.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
9	LEAH STURGIS 1481 FOOTHILL RD. GARDNERVILLE, NV 89460	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization OUTRIDE FKA THE SPECIALIZED FOUNDATION	Employer identification number 47-2817949
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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	BIKES & RELATED EQUIPMENT _____ _____ _____	\$ 725,390.	12/31/18
8	HEART RATE MONITORS _____ _____ _____	\$ 10,800.	12/31/18
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____

Name of organization OUTRIDE FKA THE SPECIALIZED FOUNDATION	Employer identification number 47-2817949
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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 info once) ▶ \$ _____
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	

FORM 990-PF

INCOME AND COST OF GOODS SOLD
INCLUDED ON PART I, LINE 10

STATEMENT 1

INCOME

1. GROSS RECEIPTS	86,400	
2. RETURNS AND ALLOWANCES		
3. LINE 1 LESS LINE 2		86,400
4. COST OF GOODS SOLD (LINE 15)	68,468	
5. GROSS PROFIT (LINE 3 LESS LINE 4).		17,932
6. OTHER INCOME		
7. GROSS INCOME (ADD LINES 5 AND 6)		17,932

COST OF GOODS SOLD

8. INVENTORY AT BEGINNING OF YEAR	9,810	
9. MERCHANDISE PURCHASED.	66,158	
10. COST OF LABOR		
11. MATERIALS AND SUPPLIES		
12. OTHER COSTS.		
13. ADD LINES 8 THROUGH 12		75,968
14. INVENTORY AT END OF YEAR	7,500	
15. COST OF GOODS SOLD (LINE 13 LESS LINE 14).		68,468

FORM 990-PF		ACCOUNTING FEES			STATEMENT 2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING	19,693.	0.	0.	19,428.	
TO FORM 990-PF, PG 1, LN 16B	19,693.	0.	0.	19,428.	

FORM 990-PF		OTHER PROFESSIONAL FEES			STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
CONSULTING	129,954.	0.	0.	181,626.	
TO FORM 990-PF, PG 1, LN 16C	129,954.	0.	0.	181,626.	

FORM 990-PF		OTHER EXPENSES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OFFICE EXPENSES	16,971.	0.	0.	17,220.	
BANK FEES	1,172.	0.	0.	1,172.	
FEES	1,806.	0.	0.	1,806.	
PROGRAM SUPPLIES	53,369.	0.	0.	53,369.	
ADVERTISING	11,839.	0.	0.	21,689.	
PROGRAM EVENTS	50,865.	0.	0.	50,865.	
MISCELLANEOUS	3,541.	0.	0.	3,540.	
INKIND SUPPLIES EXPENDED	11,000.	0.	0.	11,000.	
TO FORM 990-PF, PG 1, LN 23	150,563.	0.	0.	160,661.	

FORM 990-PF	LIST OF STATES RECEIVING COPY OF RETURN	STATEMENT 5
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STATES

CA, AL, AK, AR, CO, CT, DC, FL, GA, HI, IL, KS, KY, ME, MD, MA, MI, MN, MS, NH, NJ, NM, NY, NC, ND
OH, OK, OR, PA, RI, SC, TN, UT, VA, WA, WV, WI

ACTIVITY ONE

IN 2018, THE FOUNDATION CONTINUED TO DEPLOY THE SCHOOL CYCLING PROGRAM REACHING AN ADDITIONAL 40 SCHOOLS ACROSS THE NATION. EACH SCHOOL USES A CORE CURRICULUM DESIGNED TO THE SHAPE STANDARDS AND MEASURES THE EMPIRICAL BENEFICIAL OUTCOMES. THE PROGRAM EXAMINES COGNITIVE, EMOTIONAL, AND SOCIAL CHANGES AS WELL AS BALANCE AND PHYSICAL CHANGES BEFORE, DURING AND AFTER THE PROGRAM. THE RESULTS HAVE SHOWN THE EXPERIENCE HAS POSITIVELY ALTERED THE BRAIN, SHOWING MORE NORMAL PATTERNS, INCREASED ATTENTION SPAN, BOOSTED MOOD, AND IMPROVED FITNESS AND BMI. IN ADDITION, NOTICEABLE IMPROVEMENTS HAVE BEEN SEEN IN KIDS WITH LEARNING DIFFERENCES SUCH AS ADHD. OUR RESEARCH EFFORTS CONTINUE TO FUND PROJECTS AT BOTH AN INTUITIONAL LEVEL AND IN THE SCHOOLS.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

792,925.