

For calendar year 2018, or tax year beginning 07-01-2018, and ending 06-30-2019

Name of foundation CONNIE HILLMAN FAMILY FOUNDATION C/O LARRY R ADAMSON		A Employer identification number 45-3758612	
Number and street (or P O box number if mail is not delivered to street address) 3430 ESUNRISE DR NO 200		Room/suite	B Telephone number (see instructions) (520) 792-1181
City or town, state or province, country, and ZIP or foreign postal code TUCSON, AZ 85718		C If exemption application is pending, check here ▶ ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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		E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 9,851,513	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)		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) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	3,291,297			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	118,807	118,807		
	4 Dividends and interest from securities	52,723	52,723		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	-158,187			
	b Gross sales price for all assets on line 6a _____ 10,356,014				
	7 Capital gain net income (from Part IV, line 2)		270,978		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	3,304,640	442,508		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	50,861	5,086		45,775
	b Accounting fees (attach schedule)	6,243	624		5,619
	c Other professional fees (attach schedule)	65,447	65,447		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	11,357	11,357		0
	24 Total operating and administrative expenses. Add lines 13 through 23	133,908	82,514		51,394
	25 Contributions, gifts, grants paid	2,670,156			2,670,156
	26 Total expenses and disbursements. Add lines 24 and 25	2,804,064	82,514		2,721,550
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	500,576			
	b Net investment income (if negative, enter -0-)		359,994		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing	-1	326,443	326,443
	2	Savings and temporary cash investments	8,803,152	8,618,246	8,653,106
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	63,374	394,658	395,374
	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)	375,509	403,263	476,590
	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)	9,242,034	9,742,610	9,851,513	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ 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 ☒ 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	9,242,034	9,742,610	
	30	Total net assets or fund balances (see instructions)	9,242,034	9,742,610	
31	Total liabilities and net assets/fund balances (see instructions) .	9,242,034	9,742,610		

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	9,242,034
2	Enter amount from Part I, line 27a	2	500,576
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	9,742,610
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	9,742,610

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a See Additional Data Table				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	270,978
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?



Yes



No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	2,289,277	8,849,722	0 258683
2016	2,459,000	9,723,228	0 252900
2015	1,643,561	10,112,048	0 162535
2014	685,874	9,991,945	0 068643
2013	329,537	9,839,671	0 033491
2 Total of line 1, column (d)			2 0 776252
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 155250
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5			4 9,171,118
5 Multiply line 4 by line 3			5 1,423,816
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,600
7 Add lines 5 and 6			7 1,427,416
8 Enter qualifying distributions from Part XII, line 4			8 2,721,550

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	3,600
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	3,600
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	3,600
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	0
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	0
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	144
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	3,744
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2019 estimated tax ☐ Refunded ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ AZ _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the taxable year beginning in 2018? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions.	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ NONE	13	Yes	
14	The books are in care of ▶ LARRY R ADAMSON Telephone no ▶ (520) 792-1181			

Located at **▶** 3430 E SUNRISE DR STE 200 TUCSON AZ ZIP+4 **▶** 85718

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?	16	Yes	No
	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)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. ☐	1b		No
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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ 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).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4b		No

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))?	☐ 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
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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	☐ Yes ☐ No	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870		6b No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b
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 during the year?	☐ Yes ☒ No	

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

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions				
(a) Name and address	(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
EMORY A HILLMAN 2 ARBORWOOD IRVINE, CA 926202116	DIRECTOR, PRESIDENT & TREASURER 0 20	0	0	0
LARRY R ADAMSON 3430 E SUNRISE 200 TUCSON, AZ 857183236	DIRECTOR, VICE PRES & SECY 5 00	0	0	0
FEES PAID TO THE LAW FIRM OF LARRY ADAMSON ARE ON PART I LNS 16A16B TUCSON, AZ 857183236	DIRECTOR, VICE PRES & SECY 0 00	0	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(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 (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
MISSION MANAGEMENT & TRUST 3567 E SUNRISE DR 235 TUCSON, AZ 85718	INVESTMENT SERVICES	65,447
Total number of others receiving over \$50,000 for professional services. ►		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 _____ _____	
2 _____ _____	
3 _____ _____	
4 _____ _____	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 _____ _____	
2 _____ _____	
All other program-related investments. See instructions.	
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	9,296,843
b	Average of monthly cash balances.	1b	13,937
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	9,310,780
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	9,310,780
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	139,662
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	9,171,118
6	Minimum investment return. Enter 5% of line 5.	6	458,556

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	458,556
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	3,600
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,600
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	454,956
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	454,956
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	454,956

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	2,721,550
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	2,721,550
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	3,600
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,717,950

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				454,956
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2018				
a From 2013.				
b From 2014.				
c From 2015.				879,848
d From 2016.				1,975,437
e From 2017.				1,858,129
f Total of lines 3a through e.	4,713,414			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 2,721,550				
a Applied to 2017, 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 2018 distributable amount.				454,956
e Remaining amount distributed out of corpus	2,266,594			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	6,980,008			
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 2017 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				0
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 2013 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	6,980,008			
10 Analysis of line 9				
a Excess from 2014.				
b Excess from 2015.				879,848
c Excess from 2016.				1,975,437
d Excess from 2017.				1,858,129
e Excess from 2018.				2,266,594

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 ☐ 4942(j)(3) or ☐ 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					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)

Part XV	
1 Information Regarding Foundation Managers:	
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))	
b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest	
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.	
a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed LARRY R ADAMSON 3430 E SUNRISE DR SUITE 200 TUCSON, AZ 85718 (520) 792-1181 LADAMSON@DUFFIELDLAW.COM	
b The form in which applications should be submitted and information and materials they should include LETTER	
c Any submission deadlines NONE NONE NONE	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors MUST BE A 501 (C) (3) ORGANIZATION	

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	

Enter gross amounts unless otherwise indicated

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
Enter gross amounts unless otherwise indicated				
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	118,807	
4 Dividends and interest from securities. . . .		14	52,723	
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		18	-158,187	
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		13,343	0
13 Total. Add line 12, columns (b), (d), and (e).		13		13,343

(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) (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)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

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

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

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

Sign Here	*****	2019-11-07	*****	May the IRS discuss this return with the preparer shown below? (see instr)? ☒ Yes ☐ No
	Signature of officer or trustee	Date	Title	

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	LARRY R ADAMSON				P00731642
	Firm's name ► DUFFIELD ADAMSON & HELENBOLT PC				Firm's EIN ► 86-0282538
Firm's address ► 3430 E SUNRISE DR SUITE 200 TUCSON, AZ 857183236					Phone no (520) 792-1181

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 245 SHARES, ABBVIE INC		2018-10-19	2018-10-24
1 614 SHARES, CISCO SYSTEMS INC	D	2018-10-19	2019-04-02
278 SHARES, EMERSON ELECTRIC CO	D	2018-10-19	2018-10-24
331 SHARES, JPMORGAN CHASE	D	2018-10-19	2018-12-04
1,395 SHARES, JOHNSON & JOHNSON	D	2018-10-19	2018-10-24
85 SHARES, LOCKHEED MARTIN CORP	D	2018-10-19	2018-10-24
336 SHARES, MAXIM INTEGRATED PRODUCTS	D	2018-10-19	2018-11-05
452 SHARES, MAXIM INTEGRATED PRODUCTS INC	D	2018-10-19	2018-11-05
2,294 SHARES, MERCK & CO INC	D	2018-10-19	2018-10-24
769 SHARES, NEXTERA ENERGY INC	D	2018-10-19	2018-10-24

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
19,619		14,063	5,556
33,846		17,732	16,114
18,549		12,577	5,972
36,130		21,042	15,088
193,664		82,611	111,053
26,690		16,235	10,455
17,334		14,817	2,517
23,318		9,465	13,853
162,837		74,041	88,796
135,227		41,522	93,705

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			5,556
			16,114
			5,972
			15,088
			111,053
			10,455
			2,517
			13,853
			88,796
			93,705

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
6,361 SHARES OLD REPUBLIC INTERNATIONAL CORP		D	2018-10-19	2018-10-24
1	1,400 SHARES, APPLE INC	P	2019-01-03	2019-01-22
	1,185 SHARES, M & T BK CORP	P	2019-04-05	2019-04-15
	3,575 SHARES, PROSHARES TR ULTRASHORT QQQ	P	2018-09-17	2018-09-18
	3,645 SHARES, PROSHARES TR ULTRASHORT QQQ	P	2018-10-04	2018-10-08
	1,775 SHARES, PROSHARES TR ULTRASHORT QQQ	P	2018-10-29	2018-10-31
	1,780 SHARES, PROSHARES TR ULTRASHORT QQQ	P	2018-12-14	2018-12-17
	800 SHARES, PROSHARES TR ULTRASHORT QQQ WASH SALE		2018-12-19	2019-01-30
	850 SHARES, PROSHARES TR ULTRASHORT QQQ	P	2019-01-03	2019-01-30
	7,230 SHARES, PROSHARES TR ULTRAPRO SHORT S	P	2018-09-17	2018-09-18

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
127,180		64,055	63,125
215,796		199,570	16,226
196,300		193,215	3,085
131,025		130,445	580
137,844		132,250	5,594
72,762		79,994	-7,232
79,881		78,414	1,467
32,547		38,537	0
34,581		48,589	-14,008
236,089		237,260	-1,171

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			63,125
			16,226
			3,085
			580
			5,594
			-7,232
			1,467
			0
			-14,008
			-1,171

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
7,415 SHARES, PROSHARES TR ULTRAPRO SHORT S		P	2018-10-04	2018-10-08
1	3,400 SHARES, PROSHARES TR ULTRAPRO SHORT S	P	2018-10-29	2018-10-31
3,340 SHARES, PROSHARES TR ULTRAPRO SHORT S		P	2018-12-14	2018-12-17
1,470 SHARES, PROSHARES TR ULTRAPRO SHORT S WASH SALE		P	2018-12-19	2018-01-30
1,555 SHARES, PROSHARES TR ULTRAPRO SORT S		P	2019-01-03	2019-01-30
15,270 SHARES, ULTRASHORT TR S&P500 WASH SALE			2018-09-17	2018-09-18
15,695 SHARES, ULTRASHORT TR S&P500		P	2018-10-04	2018-10-08
7,850 SHARES, PROSHARES TR ULTRASHORT S&P500		P	2018-10-29	2018-10-31
7,645 SHARES,, PROSHARES TR ULTRASHORT S&P500		P	2018-12-14	2018-12-17
3,500 SHARES,, PROSHARES TR ULTRASHORT S&P500 WASH SALE			2018-12-19	2019-01-30

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
245,507		241,062	4,445
131,752		145,717	-13,965
145,166		141,499	3,667
55,336		70,094	0
58,536		91,891	-33,355
510,419		512,515	0
529,192		524,833	4,359
295,219		315,835	-20,616
312,258		306,937	5,321
130,977		152,132	0

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			4,445
			-13,965
			3,667
			0
			-33,355
			0
			4,359
			-20,616
			5,321
			0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
3,725 SHARES, PROSHARES TR ULTRASHORT S&P500	P	2019-01-03	2019-01-30
1 36,035 SHARES, PROSHARES TR ULTRAPRO SHORT Q	P	2018-09-17	2018-09-18
36,610 SHARES, PROSHARES TR ULTRAPRO SHORT Q	P	2018-10-04	2018-10-08
16,355 SHARES, PROSHARES TR ULTRAPRO SHORT Q	P	2018-10-29	2018-10-31
16,795 SHARES, PROSHARES TR ULTRAPRO SHORT Q	P	2018-12-14	2018-12-17
7,260 SHARES, PROSHARES TR ULTRAPRO SHORT Q WASH SALE	P	2018-12-19	2019-01-30
7,620 SHARES, PROSHARES TR ULTRAPRO SHORT Q	P	2019-01-03	2019-01-30
4,020 SHARES, SPDR UNIT TRUST SERIES 1	P	2019-04-05	2019-05-06
1,340 SHARES, SPDR UNIT TRUST SERIES 1	P	2019-04-08	2019-05-06
1,860 SHARES, SYNnex CORP	P	2019-04-05	2019-05-06

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
139,397		188,068	-48,671
424,584		422,157	2,427
452,428		425,591	26,837
224,218		258,919	-34,701
260,267		253,766	6,501
95,244		124,955	0
99,967		167,297	-67,330
1,162,199		1,159,690	2,509
387,400		386,846	554
197,743		193,238	4,505

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	
			-48,671
			2,427
			26,837
			-34,701
			6,501
			0
			-67,330
			2,509
			554
			4,505

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
315 SHARES, THOR INDUSTRIES INC	P	2018-04-19	2018-09-20
1 335 SHARES, THOR INDUSTRIES INC	P	2018-05-23	2018-09-20
175,000 UNITS TREASURY BILLS DUE 11/08/18	P	2018-05-07	2018-11-08
315,000 UNITS TREASURY BILLS DUE 1/30/19	P	2018-10-29	2019-01-31
475,000 UNITS TREASURY BILLS DUE 2/7/19	P	2018-11-05	2019-02-07
600,000 UNITS TREASURY BILLS DUE 5/2/19	P	2018-10-29	2019-05-02
950,000 UNITS TREASURY BILLS DUE 5/9/19	P	2019-11-05	2019-05-09
130 SHARES ETF SPDR GOLD TRUST	P	2013-06-20	2019-06-20

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
29,279		31,862	-2,583
31,138		31,512	-374
173,235		173,235	0
313,227		313,227	0
472,230		472,230	0
592,689		592,689	0
938,255		938,255	0
16,933		16,260	673

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

[illegible]

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>				
A FOR ARIZONA 3200 N CENTRAL AVENUE PHOENIX, AZ 85012		PVTNONPROFIT	PROGRAMS FOR EDUCATORS OF LOW-INCOME SCHOOL CHILDREN	10,000
ADMINISTRATION OF RESOURCES & CHOICES 3003 S COUNTRY CLUB TUCSON, AZ 85713		PVTNONPROFIT	LOW INCOME HOMEOWNERSHIP ASSISTANCE AND COUNSELING	15,000
AMERICAN RED CROSS 2916 E BROADWAY BLVD TUCSON, AZ 85716		PVTNONPROFIT	VOLUNTEER SERVICESVOLUNTEER SERVICES	5,000
Total ▶ 3a				2,670,156

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>				
AMISTADES5501 N ORACLE RD TUCSON, AZ 85704		PVTNONPROFIT	ACADEMIC & BEHAVIORAL SERVICES FOR AT-RISK LATINO STUDENTS	10,000
AMITY FOUNDATION 10500 E TANQUE VERDE RD TUCSON, AZ 85749		PVTNONPROFIT	OPIATE & ALCOHOL ABUSE PROGRAMS	25,000
AMPHI FOUNDATION701 W WETMORE TUCSON, AZ 85705		PVTNONPROFIT	STEM CAREER PROGRAMS	40,000
Total ▶ 3a				2,670,156

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>				
ARIZONA CHILDREN'S ASSOCIATION 3716 E COLUMBIA STREET TUCSON, AZ 85714		PVTNONPROFIT	FOSTER CARE BY FAMILY MEMBER PROGRAMS	100,000
ARIZONA ONCOLOGY PROGRAM 2625 N CRAYCROFT ROAD TUCSON, AZ 85712		PVTNONPROFIT	CANCER PATIENT SUPPORT SERVICES	5,000
ARIZONA THEATER COMPANY 343 S SCOTT TUCSON, AZ 85701		PVTNONPROFIT	FOR ANNUAL FUND AS EXHIBITS SPONSOR	10,000
Total ▶ 3a				2,670,156

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>				
ASSISTANCE LEAGUE OF TUCSON INC 1307 N ALVERNON WAY TUCSON, AZ 85712		PVTNONPROFIT	OPERATION SCHOOL BELL	15,000
AVIVA CHILDREN'S SERVICES 1535 S PLUMMER AVENUE TUCSON, AZ 85719		PVTNONPROFIT	FAMILY REUNIFICATION OF FOSTER CHILDREN FAMILY REUNIFICATION OF FOSTER CHILDREN	10,000
BALLET ARTS FOUNDATION 200 S TUCSON BOULEVARD TUCSON, AZ 85716		PVTNONPROFIT	FOR PROGRAMS OF ARTISTIC EXCELLENCE IN BALLET	15,000
Total ► 3a				2,670,156

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>				
BEACON FOUNDATION 308 W GLENN STREET TUCSON, AZ 85705		PVTNONPROFIT	JOBS FOR THE MENTALLY CHALLENGED	20,000
BIG BROTHERS - BIG SISTERS OF TUCSON 160 E ALAMEDA STREET TUCSON, AZ 85701		PVTNONPROFIT	FOR MENTORING SERVICES TO HIGH SCHOOL STUDENTS	50,000
BIO 5 INSTITUTE P O BOX 210240 TUCSON, AZ 85721		PVTNONPROFIT	YOUTH LEADERSHIP AND STEM INTERNSHIP PROGRAM	15,000
Total ▶ 3a				2,670,156

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>				
BLAIR CHAIRTY GROUPP O BOX 65331 TUCSON, AZ 85728		PVTNONPROFIT	YOUTH LEADERSHIP PROGRAMS	17,650
BOY SCOUTS OF AMERICA - CATALINA COUNCIL 2250 E BROADWAY BLVD TUCSON, AZ 85719		PVTNONPROFIT	CO-ED STEM PROGRAMS	10,000
BOYS & GIRLS CLUBS OF TUCSON PO BOX 40217 TUCSON, AZ 85717		PVTNONPROFIT	AFTER SCHOOL CORE VALUES TRAINING	40,000
Total ▶ 3a				2,670,156

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>				
CAREGIVING TRAINING INSTITUTE 710 S KOLB ROAD TUCSON, AZ 85710		PVTNONPROFIT	FOR TRAINING OF CAREGIVERS	15,000
CASA DE LOS NINOS 1120 N 5TH AVENUE TUCSON, AZ 85705		PVTNONPROFIT	FOSTER PARENT TRAINING SERVICES	40,000
CASA DE LUZ FOUNDATION 7740 N ORACLE ROAD TUCSON, AZ 85704		PVTNONPROFIT	ASSISTANCE TO FAMILIES OF HOSPICE PATIENTS	40,000
Total ► 3a				2,670,156

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>				
CHILD & FAMILY RESOURCES 2800 E BROADWAY BLVD TUCSON, AZ 85716		PVTNONPROFIT	YOUTH EMPOWERMENT & TEEN PREGANCY PROGRAMS	40,000
CHILDREN'S MUSEUM TUCSON 200 S 6TH AVENUE TUCSON, AZ 85701		PVTNONPROFIT	ART PROGRAMS FOR UNDERSERVED STUDENTS	10,000
CHRISTIAN YOUTH THEATER 7090 N ORACLE STE 178-197 TUCSON, AZ 85704		PVTNONPROFIT	YOUTH THEATER PROGRAM	3,500
Total ► 3a				2,670,156

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>				
CODAC BEHAVIORAL HEALTH SERVICES 1650 E FT LOWELL STE 202 TUCSON, AZ 85719		PVTNONPROFIT	OPIOD RECOVERY PROGRAMS	30,000
CODY'S FRIENDSPO BOX 36502 TUCSON, AZ 85704		PVTNONPROFIT	ASSISTANCE FOR PEOPLE IN NEED WITH PETS	1,000
COMMUNITY FOOD BANK 3003 S COUNTRY CLUB TUCSON, AZ 85713		PVTNONPROFIT	FOOD FOR LOW-INCOME PEOPLE	30,000
Total ► 3a				2,670,156

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>				
COMMUNITY FOUNDATION OF SOUTHERN ARIZONA 6420 E BROADWAY BLVD TUCSON, AZ 85711		PVTNONPROFIT	COMMUNITY PHILANTHROPY	45,000
COMMUNITY HOME REPAIR PROJECTS PO BOX 26215 TUCSON, AZ 85726		PVTNONPROFIT	HOUSING SUPPORT FOR LOW INCOME	10,000
COPE COMMUNITY SERVICES 82 S STONE AVENUE TUCSON, AZ 85701		PVTNONPROFIT	BEHAVIORAL HEALTH & MEDICAL ASSISTANCE	50,000
Total ► 3a				2,670,156

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>				
CULTURE OF PEACE ALLIANCE 4317 N EL TOVAR AVE TUCSON, AZ 85705		PVTNONPROFIT	TEACHING COMPASSION & NON-VIOLENCE	5,000
DIAPER BANK OF SOUTHERN ARIZONA 1050 S PLUMMER TUCSON, AZ 85719		PVTNONPROFIT	NEED BASED SUPPLIES	20,000
DIRECT CENTER FOR INDEPENDENCE 1001 N ALVERNON TUCSON, AZ 85711		PVTNONPROFIT	LINKING EMPLOYERS WITH DISABLED VETERANS	10,000
Total ▶ 3a				2,670,156

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>				
EARN TO LEARN4803 E 5TH STREET TUCSON, AZ 85711		PVTNONPROFIT	FINANCIAL AID TO LOW-INCOME STUDENTS	20,000
EASTER SEALS BLAKE FOUNDATION 7750 E BROADWAY BLVD TUCSON, AZ 85710		PVTNONPROFIT	CHILDCARE, EARLY INTERVENTION, JOB TRAINING AND BEHAVIORAL SERVICES	45,000
EDUCATIONAL ENRICHMENT FOUNDATION 3809 E THIRD STREET TUCSON, AZ 85716		PVTNONPROFIT	HIGH SCHOOL SUPPLEMENTAL NEEDS	40,000
Total ► 3a				2,670,156

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>				
EL RIO HEALTH CENTER FOUNDATION 839 W CONGRESS STREET TUCSON, AZ 85745		PVTNONPROFIT	LOW-INCOME HEALTH SERVICES	40,000
EMERGE CENTER AGAINST DOMESTIC ABUSE 2545 E ADAMS STREET TUCSON, AZ 85716		PVTNONPROFIT	ABUSED WOMEN'S SHELTER AND COUNSELING	55,000
EXODUS3726 E HAMPTON STREET TUCSON, AZ 85716		PVTNONPROFIT	HOUSING & RECOVERY SERVICES FOR DRUG,ALCOHOL HOMELESSNESS	30,000
Total ► 3a				2,670,156

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>				
GABRIEL'S ANGELS TUCSON 3849 E BROADWAY 292 TUCSON, AZ 85716		PVTNONPROFIT	TEACHING CORE VALUES TO AT-RISK YOUTH	2,500
GAP MINISTRIES 2861 N FLOWING WELLS RD TUCSON, AZ 85705		PVTNONPROFIT	SERVICES FOR CHILDREN AND FAMILIES IN NEED	10,000
GIRL SCOUTS OF SOUTHERN ARIZONA 4300 E BROADWAY BLVD TUCSON, AZ 85711		PVTNONPROFIT	SOCIAL IMPACT PROGRAMS FOR GIRLS	40,000
Total ► 3a				2,670,156

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>				
GOODWILL INDUSTRIES OF SOUTHERN ARIZONA 1940 E SILVERLAKE TUCSON, AZ 85713		PVTNONPROFIT	SERVICES, TRAINING & JOBS FOR PEOPLE WITH EMPLOYMENT BARRIERS	40,000
GROWTH PARTNERS ARIZONA 333 N WILMOT STE 227 TUCSON, AZ 85711		PVTNONPROFIT	LENDING PROGRAMS TO NON-PROFIT ORGANIZATIONS	20,000
HABITAT FOR HUMANITY - TUCSON 3501 N MOUNTAIN AVENUE TUCSON, AZ 85719		PVTNONPROFIT	HOME OWNERSHIP FOR LOW-INCOME PEOPLE	40,000
Total ▶ 3a				2,670,156

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>				
INTEGRATIVE TOUCH FOR KIDS 8340 N THORNYDALE 110-153 TUCSON, AZ 85741		PVTNONPROFIT	HOSPITAL AND COMMUNITY PROGRAMS FOR HEALING AND WELL-BEING	1,000
INTERFAITH COMMUNITY SERVICES 2820 W INA ROAD TUCSON, AZ 85741		PVTNONPROFIT	EMPLOYMENT & COUNCELING ASSISTANCE	68,489
INTERNATIONAL RESCUE COMMITTEE - TUCSON 2100 N KOLB ROAD TUCSON, AZ 85715		PVTNONPROFIT	REFUGEE SERVICES	10,000
Total ▶ 3a				2,670,156

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>				
JOB PATH2820 W INA ROAD TUCSON, AZ 85741		PVTNONPROFIT	JOB TRAINING AND EDUCATION FOR UNDERSERVED	20,000
JUNIOR ACHIEVEMENT 6339 E SPEEDWAY TUCSON, AZ 85710		PVTNONPROFIT	FINANCIAL EDUCATION FOR HIGH SCHOOLERS	5,000
LA FRONTERA504 W 29TH STREET TUCSON, AZ 85713		PVTNONPROFIT	LOW-INCOME HOUSING FOR FAMILIES, SENIORS & DISABLED	20,000
Total ▶ 3a				2,670,156

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>				
LITERACY CONNECTS200 E YAVAPAI TUCSON, AZ 85705		PVTNONPROFIT	LITERACY AND READING FLUENCY PROGRAMS	191,788
MINI-TIME MACHINE MUSEUM 4455 E CAMP LOWELL DRIVE TUCSON, AZ 85712		PVTNONPROFIT	TRANSPORTATION FOR LOW- INCOME STUDENTS	5,000
MIRACLE SQUARE 2601 N ORACLE ROAD TUCSON, AZ 85705		PVTNONPROFIT	HOUSING FOR LOW-INCOME SENIORS & DISABLED	30,000
Total ▶ 3a				2,670,156

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>				
MORE THAN A BED3637 N 1ST AVENUE TUCSON, AZ 85719		PVTNONPROFIT	RESOURCE CENTER FOR FOSTER & ADOPTIVE FAMILIES	5,000
MOTHERS AGAINST DRUNK DRIVING - SOUTHERN ARIZONA AFFILIATE 2020 N FORBES TUCSON, AZ 85745		PVTNONPROFIT	VICTIM SERVICES	20,000
MUSEUM OF CONTEMPORARY ART 265 S CHURCH AVE TUCSON, AZ 85701		PVTNONPROFIT	SPECIAL PROJECT SUPPORT	10,000
Total ► 3a				2,670,156

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 Paid during the year				
NAMI SOUTHERN ARIZONA 6122 E 22ND STREET TUCSON, AZ 85711		PVTNONPROFIT	EDUCATION FOR FAMILIES WITH MENTALLY ILL CHILDREN	40,000
OLD PUEBLO COMMUNITY SERVICES 4501 E 5TH STREET TUCSON, AZ 85711		PVTNONPROFIT	HOMELESS WORK PROGRAM	10,000
OUR FAMILY SERVICES 2590 N ALVERNON WAY TUCSON, AZ 85712		PVTNONPROFIT	SHELTER/HOUSING FOR HOMELESS FAMILIES & YOUTH SERVICES	50,000
Total ▶ 3a				2,670,156

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>				
PATRONATO DE SAN XAVIER P O BOX 522 TUCSON, AZ 85702		PVTNONPROFIT	FOR MAINTENANCE, RESTORATION AND PRESERVATION OF MISSION SAN XAVIER DEL BAC	5,000
PIMA COMMUNITY COLLEGE FOUNDATION 4905 C E BROADWAY TUCSON, AZ 85709		PVTNONPROFIT	SCHOLARSHIPS FOR THOSE IN NEED	10,000
PIMA COUNCIL ON AGING 8467 E BROADWAY TUCSON, AZ 85710		PVTNONPROFIT	PROGRAMS FOR ELDERLY AND DISABLED	20,000
Total ▶ 3a				2,670,156

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>				
PIMA COUNTY JTED 2855 W MASTER PIECES DRIVE TUCSON, AZ 85741		PVTNONPROFIT	JOB TRAINING FOR HIGH SCHOOL STUDENTS	10,000
PPEP INC802 E 46TH STREET TUCSON, AZ 85713		PVTNONPROFIT	FOR EDUCATIONAL/YOUTH PROGRAMS	25,000
QUILTS OF VALOR 1471 E SONORAN DESERT DRIVE TUCSON, AZ 85737		PVTNONPROFIT	QUILTS MADE & GIVEN TO VETERANS	1,000
Total ▶ 3a				2,670,156

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>				
RONALD MCDONALD HOUSE OF CHARITIES OF SOUTHERN ARIZONA 2155 E ALLEN ROAD TUCSON, AZ 85719		PVTNONPROFIT	FAMILY ILLNESS HOUSING SUPPORT	20,000
SAN MIGUEL CATHOLIC HIGH SCHOOL 6601 S SAN FERNANDO DRIVE TUCSON, AZ 85756		PVTNONPROFIT	COLLEGE PREPARATION FOR LOW-INCOME HIGH SCHOOL STUDENTS AND WORK-STUDY PROGRAMS	20,000
SARSEF3247 N CHRISTMAS AVENUE TUCSON, AZ 85716		PVTNONPROFIT	STEM EDUCATION PROGRAM	20,000
Total ▶ 3a				2,670,156

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>				
SAVE THE CHILDREN 501 KINGS HIGHWAY EAST FAIRFIELD, CT 06825		PVTNONPROFIT	YOUNG CHILDREN & FAMILY SUPPORT PROGRAMS	20,000
SISTER JOSE WOMEN'S CENTER P O BOX 1028 TUCSON, AZ 85702		PVTNONPROFIT	HOMELESS WOMEN'S SHELTER	20,000
SKY ALLIANCEPO BOX 41165 TUCSON, AZ 85717		PVTNONPROFIT	TO PROTECT & RESTORE BIODEVERSITY & NATURAL HERITAGE OF SKY ISLANDS	1,000
Total ▶ 3a				2,670,156

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>				
SOCIAL VENTURE PARTNERS 5049 E BROADWAY STE 233 TUCSON, AZ 85711		PVTNONPROFIT	OPERATIONS AND FOR FAST PITCH PROGRAM	30,000
SOUTHERN ARIZONA CHESS ASSN PO BOX 40663 TUCSON, AZ 85717		PVTNONPROFIT	TRAVEL EXPENSES FOR TITLE 1 STUDENTS	2,500
SOUTHERN ARIZONA LEGAL AID INC 2343 E BROADWAY STE 200 TUCSON, AZ 85719		PVTNONPROFIT	FREE CIVIL LEGAL AID	10,000
Total ▶ 3a				2,670,156

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>				
ST LUKE'S HOME615 E ADAMS TUCSON, AZ 85705		PVTNONPROFIT	FOR HOUSING ASSISTANCE TO LOW INCOME ELDERLY	35,000
ST ELIZABETH HEALTH CENTER 140 W SPEEDWAY TUCSON, AZ 85705		PVTNONPROFIT	UNDERSERVED AND LOW INCOME HEALTHCARE	10,000
STEP UP TO JUSTICE 320 N COMMERCE PARK LOOP 100 TUCSON, AZ 85745		PVTNONPROFIT	LEGAL SERVICES FOR LOW INCOME	10,000
Total ▶ 3a				2,670,156

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>				
THE HAVEN1107 E ADELAIDE DRIVE TUCSON, AZ 85719		PVTNONPROFIT	DRUG TREATMENT FOR WOMEN	40,000
TREASURES FOR TEACHERS 6800 N CAMINO MARTIN 124 TUCSON, AZ 85741		PVTNONPROFIT	FREE/LOW COST SCHOOL SUPPLIES FOR TEACHERS	2,500
TU NUDITO CHILDREN & FAMILY SERVICES 3922 N MOUNTAIN AVENUE TUCSON, AZ 85719		PVTNONPROFIT	COUNSELLING PROGRAMS AND GRIEVING SERVICES FOR CHILDREN WHO HAVE LOST A FAMILY MEMBER	30,000
Total ► 3a				2,670,156

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>				
TUCSON MEDICAL CENTER FOUNDATION 5301 E GRANT RD TUCSON, AZ 85712		PVTNONPROFIT	NICU - SMALL BABY PROGRAM NICU - SMALL BABY PROGRAM	20,000
TUCSON MUSEUM OF ART 140 N MAIN STREET TUCSON, AZ 85701		PVTNONPROFIT	FOR SUPPORT OF THE ARTS	20,000
TUCSON SYMPHONY SOCIETY 2175 N 6TH AVENUE TUCSON, AZ 85705		PVTNONPROFIT	FOR SUPPORT OF THE MUSICAL ARTS	60,000
Total ▶ 3a				2,670,156

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>				
TUCSON YOUTH DEVELOPMENT 1901 N STONE AVE TUCSON, AZ 85705		PVTNONPROFIT	EDUCATION AND TRAINING FOR YOUTH EMPLOYMENT	5,000
UNIVERSITY OF ARIZONA FOUNDATION 1111 N CHERRY TUCSON, AZ 85719		PVTNONPROFIT	FETAL ALCOHOL SPECTRUM DISORDERS PROGRAM	25,000
WOMENS FOUNDATION OF SOUTHERN ARIZONA 1661 N SWAN ROAD TUCSON, AZ 85712		PVTNONPROFIT	COUNSELING/MENTORING NON-PROFITS SERVING WOMEN	354,729
Total ▶ 3a				2,670,156

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>				
WORLD CARE1925 W GARDNER LANE TUCSON, AZ 85705		PVTNONPROFIT	DISASTER RELIEF & YOUTH WORKFORCE TRAINING	12,500
WRIGHT FLIGHT 7075 S PLUMER AVENUE NO 14 TUCSON, AZ 85756		PVTNONPROFIT	YOUTH AVIATION OPPORTUNITY THROUGH ACADEMIC ACHIEVEMENT	10,000
YMCA OF SOUTHERN ARIZONA 60 W ALAMEDA STREET TUCSON, AZ 85701		PVTNONPROFIT	SWIM CAMPS FOR CHILDREN	20,000
Total ▶ 3a				2,670,156

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>				
YOUTH ON THEIR OWN 1660 N ALVERNON WAY TUCSON, AZ 85712		PVTNONPROFIT	ASSITANCE TO HOMELESS HIGH SCHOOL STUDENTS	20,000
YWCA - MICROBUSINESS ADVANCEMENT CENTER 330 N COMMERCE LOOP STREET TUCSON, AZ 85745		PVTNONPROFIT	JOB-TRAINING SERVICES	30,000
YWCA SOUTHERN ARIZONA 525 N BONITA AVENUE TUCSON, AZ 85745		PVTNONPROFIT	CAREER BUIDING SUPPORT FOR WOMEN	120,000
Total ▶ 3a				2,670,156

TY 2018 Accounting Fees Schedule**Name:** CONNIE HILLMAN FAMILY FOUNDATION

C/O LARRY R ADAMSON

EIN: 45-3758612

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DUFFIELD ADAMSON - TAX PREP	6,243	624		5,619

TY 2018 Investments Corporate Stock Schedule

Name: CONNIE HILLMAN FAMILY FOUNDATION
C/O LARRY R ADAMSON

EIN: 45-3758612

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MISSION - ETFS-EXCHNG TRDD FNDS	27,025	27,062
MISSION - EQUITIES	367,633	368,312

TY 2018 Investments - Other Schedule

Name: CONNIE HILLMAN FAMILY FOUNDATION

C/O LARRY R ADAMSON

EIN: 45-3758612

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MISSION - PRECIOUS METALS ETF	FMV	403,263	476,590

TY 2018 Legal Fees Schedule

Name: CONNIE HILLMAN FAMILY FOUNDATION
C/O LARRY R ADAMSON

EIN: 45-3758612

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DUFFIELD ADAMSON	50,861	5,086		45,775

TY 2018 Other Expenses Schedule

Name: CONNIE HILLMAN FAMILY FOUNDATION
C/O LARRY R ADAMSON

EIN: 45-3758612

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK SERVICE FEES	5,560	5,560		0
FEDERAL EXCISE TAXES	5,797	5,797		0

TY 2018 Other Professional Fees Schedule

Name: CONNIE HILLMAN FAMILY FOUNDATION
C/O LARRY R ADAMSON

EIN: 45-3758612

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISSION MANAGEMENT	65,447	65,447		0

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Go to <u>www.irs.gov/Form990</u> for the latest information	OMB No 1545-0047
		2018
Name of the organization CONNIE HILLMAN FAMILY FOUNDATION C/O LARRY R ADAMSON		Employer identification number 45-3758612

Organization type (check one)

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

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

General Rule

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. . . . ▶ \$ _____

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

Name of organization CONNIE HILLMAN FAMILY FOUNDATION C/O LARRY R ADAMSON	Employer identification number 45-3758612
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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	JAMES H HILLMAN REVOCABLE TRUST CAS CO SUSAN C VILLARREAL 7340 N SONYA TUCSON, AZ 857047052	\$ 469,059	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	JAMES H HILLMAN REVOCABLE TRUST NON CO SUSAN C VILLARREAL 7340 N SONYA TUCSON, AZ 857047052	\$ 232,516	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
3	JAMES H HILLMAN IRREVOCABLE TRUST C CO SUSAN C VILLARREAL 7340 N SONYA TUCSON, AZ 857047052	\$ 977,674	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
4	JAMES H HILLMAN IRREVOCABLE TRUST N CO SUSAN C VILLARREAL 7340 N SONYA TUCSON, AZ 857047052	\$ 959,468	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
5	JAMES H HILLMAN CHARITABLE LEAD ANNUITY TRUST CASH CO WILMINGTON TRUST CO TRUSTEE 1100 WILMINTON, DE 198981000	\$ 652,580	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
.		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization CONNIE HILLMAN FAMILY FOUNDATION C/O LARRY R. ADAMSON	Employer identification number 45-3758612
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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
—	See Additional Data Table	\$ _____	_____
—		\$ _____	_____
—		\$ _____	_____
—		\$ _____	_____
—		\$ _____	_____
—		\$ _____	_____
—		\$ _____	_____
—		\$ _____	_____

Name of organization CONNIE HILLMAN FAMILY FOUNDATION C/O LARRY R ADAMSON	Employer identification number 45-3758612
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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 information once. See instructions.) ▶ \$ _____ Use duplicate copies of Part III if additional space is needed
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(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	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	

Additional Data

Software ID:

Software Version:

EIN: 45-3758612

Name: CONNIE HILLMAN FAMILY FOUNDATION
C/O LARRY R ADAMSON

Form 990 Schedule B, 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
<u>2</u>	85 SHARES, LOCKHEED MARTIN CORPORATION	<u>\$ 27,884</u>	<u>2018-10-19</u>
<u>2</u>	331 SHARES, JPMORGAN CHASE & CO	<u>\$ 35,829</u>	<u>2018-10-19</u>
<u>2</u>	278 SHARES, EMERSON ELECTRIC COMPANY	<u>\$ 20,198</u>	<u>2018-10-19</u>
<u>2</u>	452 SHARES, MAXIM INTEGRATED PRODUCTS INC	<u>\$ 23,353</u>	<u>2018-10-19</u>
<u>2</u>	245 SHARES, ABBVIE INC	<u>\$ 21,800</u>	<u>2018-10-19</u>
<u>2</u>	614 SHARES, CISCO SYSTEMS INC	<u>\$ 28,038</u>	<u>2018-10-19</u>
<u>2</u>	754 SHARES, CARLSBERG AS SPONSORED ADR	<u>\$ 19,819</u>	<u>2019-06-26</u>
<u>2</u>	238 SHARES, DBS GROUP HOLDINGS LTD SPONSORED ADR	<u>\$ 18,211</u>	<u>2019-06-26</u>
<u>2</u>	570 SHARES, AIRBUS SE UNSPONSORED ADR	<u>\$ 20,118</u>	<u>2019-06-26</u>
<u>2</u>	2,112 SHARES, ACS ACT DE CONSTRUCTION UNSPONSORED ADR	<u>\$ 17,266</u>	<u>2019-06-26</u>

Form 990 Schedule B, 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
<u>4</u>	1,395 JOHNSON & JOHNSON	<u>\$ 193,842</u>	<u>2018-10-19</u>
<u>4</u>	2,294 MERCK & COMPANY	<u>\$ 165,856</u>	<u>2018-10-19</u>
<u>4</u>	336 SHARES, MAXIM INTEGRATED PRODUCTS INC	<u>\$ 17,359</u>	<u>2018-10-19</u>
<u>4</u>	769 SHARES, NEXTERA ENERGY INCORPORATED	<u>\$ 132,956</u>	<u>2018-10-19</u>
<u>4</u>	6,361 SHARES, OLD REPUBLIC INTERNATIONAL CORPORATION	<u>\$ 130,210</u>	<u>2018-10-19</u>
<u>4</u>	2,919 SHARES, CARLSBERG AS SPONSORED ADR	<u>\$ 76,726</u>	<u>2019-06-26</u>
<u>4</u>	922 SHARES, DBS GROUP HOLDINGS LTD SPONSORED ADR	<u>\$ 70,547</u>	<u>2019-06-26</u>
<u>4</u>	2,210 SHARES, AIRBUS SE UNSPONSORED ADR	<u>\$ 78,002</u>	<u>2019-06-26</u>
<u>4</u>	8,189 SHARES, ACS ACT DE CONSTRUCTION UNSPONSORED ADR	<u>\$ 66,945</u>	<u>2019-06-26</u>
<u>4</u>	172 SHARES, ISHARES TR RUSSELL 1000 GROWTH ETF	<u>\$ 27,025</u>	<u>2019-06-26</u>