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Form **990-PF** | **Return of Private Foundation** or Section 4947(a)(1) Trust Treated as Private Foundation | OMB No 1545-0047

Department of the Treasury
Internal Revenue Service

C2E 121

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▶ 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.

2019
Open to Public Inspection

For calendar year 2019 or tax year beginning , 2019, and ending , 20

Name of foundation: S.J. and Jessie E. Quinney Foundation
A Employer identification number: 87-0389312

Number and street (or P O box number if mail is not delivered to street address): P.O. Box 45385 | Room/suite:
B Telephone number (see instructions): (801)532-1500

City or town, state or province, country, and ZIP or foreign postal code: Salt Lake City UT 84145-0385

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C If exemption application is pending, check here ▶ ☐

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

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

H Check type of organization. ☒ Section 501(c)(3) exempt private foundation 04
☐ 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) ▶ $ 53,818,062.
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 ▶ ☐

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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) (see instructions))

Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ▶ ☒ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments			Received US Bank - OSB 333	
4	Dividends and interest from securities	957,658.			
5a	Gross rents				
b	Net rental income or (loss)			NOV 16 2020	
6a	Net gain or (loss) from sale of assets not on line 10	623,276.			
b	Gross sales price for all assets on line 6a 28,422,861.		L-6a Stmt	Ogden, UT	
7	Capital gain net income (from Part IV, line 2)		623,276.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less. Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) See Stmt	388,386.	388,386.		
12	**Total.** Add lines 1 through 11	1,969,320.	1,011,662.		
13	Compensation of officers, directors, trustees, etc.	66,000.	59,400.		6,600.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) L-16a Stmt	246,012.	228,809.		17,212.
b	Accounting fees (attach schedule) L-16b Stmt	18,400.	16,560.		1,840.
c	Other professional fees (attach schedule) L-16c Stmt	75,519.	67,968.		7,551.
17	Interest	317.			
18	Taxes (attach schedule) (see instructions) See Stmt	45,608.			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	650.	585.		65.
22	Printing and publications				
23	Other expenses (attach schedule) See Stmt	157,969.	142,172.		15,797.
24	**Total operating and administrative expenses.** Add lines 13 through 23	610,475.	515,494.		49,065.
25	Contributions, gifts, grants paid	344,250.			344,250.
26	**Total expenses and disbursements.** Add lines 24 and 25	954,725.	515,494.		393,315.
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	1,014,595.			
b	**Net investment income** (if negative, enter -0-)		496,168.		
c	**Adjusted net income** (if negative, enter -0-)				

Revenue / Operating and Administrative Expenses

SCANNED MAY 18 2021

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Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	1,252,298.	1,480,228.	1,480,228.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶	26,953.		
	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 ▶	2,499,672.	2,499,672.	2,499,672.
	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) L-10b Stmt	10,045,239.	14,906,175.	15,984,232.
	c	Investments—corporate bonds (attach schedule) L-10c Stmt	9,084,213.	8,999,764.	9,045,222.
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule) L-13 Stmt	14,742,670.	11,413,119.	24,808,708.
	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)	37,651,045.	39,298,958.	53,818,062.
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)			
Net Assets or Fund Balances		**Foundations that follow FASB ASC 958, check here ▶ ☐ and complete lines 24, 25, 29, and 30.**			
	24	Net assets without donor restrictions			
	25	Net assets with donor restrictions			
		Foundations that do not follow FASB ASC 958, check here ▶ ☒ and complete lines 26 through 30.			
	26	Capital stock, trust principal, or current funds	37,651,045.	39,298,958.	
	27	Paid-in or capital surplus, or land, bldg., and equipment fund			
	28	Retained earnings, accumulated income, endowment, or other funds			
	29	**Total net assets or fund balances** (see instructions)	37,651,045.	39,298,958.	
	30	**Total liabilities and net assets/fund balances** (see instructions)	37,651,045.	39,298,958.	

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 29 (must agree with end-of-year figure reported on prior year's return)	1	37,651,045.
2	Enter amount from Part I, line 27a	2	1,014,595.
3	Other increases not included in line 2 (itemize) ▶ See Statement	3	633,318.
4	Add lines 1, 2, and 3	4	39,298,958.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29	6	39,298,958.

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	Short Term Sales	P	06/30/2019	12/31/2019
b	Long Term Sales	P	12/30/2018	12/31/2019
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	8,091,284.		7,928,101.	163,183.
b	20,331,577.		19,871,484.	460,093.
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.

	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				163,183.
b				460,093.
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	623,276.
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	163,183.

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))
2018	1,903,439.	47,811,456.	0.039811
2017	2,781,835.	48,396,821.	0.057480
2016	3,171,563.	47,923,322.	0.066180
2015	3,215,855.	51,199,385.	0.062810
2014	3,049,665.	50,220,734.	0.060725

2	**Total** of line 1, column (d)	2	0.287006
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	0.057401
4	Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	49,636,630.
5	Multiply line 4 by line 3	5	2,849,192.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,962.
7	Add lines 5 and 6	7	2,854,154.
8	Enter qualifying distributions from Part XII, line 4	8	393,315.

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	9,923.
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	9,923.
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	9,923.
6	Credits/Payments:		
a	2019 estimated tax payments and 2018 overpayment credited to 2019 — 6a: 117,310.		
b	Exempt foreign organizations—tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 36,000.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	153,310.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	143,387.
11	Enter the amount of line 10 to be: **Credited to 2020 estimated tax** ▶ 25,000. **Refunded** ▶	11	118,387.

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		×
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		×
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		×
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation. ▶ $ ______ **(2)** On foundation managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		×
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		×
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		×
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? If "Yes," attach the statement required by *General Instruction T.*	5		×
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	×	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	×	
8a	Enter the states to which the foundation reports or with which it is registered See instructions. ▶ UT			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanation	8b	×	
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 2019 or the tax year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV	9		×
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		×

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions	11		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	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ Herbert C. Livsey Telephone no. ▶ (801)532-1500
Located at ▶ 36 S. State St., Ste. 1400 Salt Lake City UT ZIP+4 ▶ 84111-1417

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

			Yes	No
16	At any time during calendar year 2019, 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		X
	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.

			Yes	No
1a	During the year, did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
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		X
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2019?	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 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? ☐ 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 2019 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019.)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?	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))? ☐ 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		
Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
If "Yes" to 6b, file Form 8870			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		
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? ☐ Yes ☐ 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. 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
Frederick Q. Lawson PO Box 45385 Salt Lake City UT 841450385	Director 1.50	6,000.	0.	0.
David E. Quinney, Jr. PO Box 45385 Salt Lake City UT 841450385	Trustee/Director 1.50	8,000.	0.	0.
Peter Q. Lawson PO Box 45385 Salt Lake City UT 841450385	Director 1.50	6,000.	0.	0.
See Statement	11.50	46,000.	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
Ray Quinney & Nebeker PC P.O. Box 45385 Salt Lake City UT 84145	Legal, Tax and Accounting	246,012.
AllianceBernstein One North Lexington Ave White Plains NY 10601	Investment Management Services	61,613.
Total number of others receiving over $50,000 for professional services ▶		2

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes.		
a	Average monthly fair market value of securities	1a	50,392,518.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	50,392,518.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	50,392,518.
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	755,888.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	49,636,630.
6	**Minimum investment return.** Enter 5% of line 5	6	2,481,832.

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	2,481,832.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	9,923.		
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	9,923.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	2,471,909.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	2,471,909.
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	2,471,909.

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	393,315.
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	393,315.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	393,315.

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 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				2,471,909.
2 Undistributed income, if any, as of the end of 2019.				
a Enter amount for 2018 only				
b Total for prior years 20___ , 20___ , 20___				
3 Excess distributions carryover, if any, to 2019				
a From 2014 ... 150,351.				
b From 2015 ... 686,956.				
c From 2016 ... 778,763.				
d From 2017 ... 462,436.				
e From 2018 ... 0.				
f **Total** of lines 3a through e	2,078,506.			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ $ 393,315.				
a Applied to 2018, 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 2019 distributable amount				393,315.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a).)	2,078,506.			2,078,506.
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions		0.		
e Undistributed income for 2018. Subtract line 4a from line 2a Taxable amount—see instructions			0.	
f Undistributed income for 2019 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				88.
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 2014 not applied on line 5 or line 7 (see instructions)	0.			
9 **Excess distributions carryover to 2020.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2015 ... 0.				
b Excess from 2016 ... 0.				
c Excess from 2017 ... 0.				
d Excess from 2018 ... 0.				
e Excess from 2019 ... 0.				

Part XIV **Private Operating Foundations** (see instructions and Part VII-A, question 9) N/A

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2019	(b) 2018	(c) 2017	(d) 2016	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4, for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6, for each year listed					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV **Supplementary Information (Complete this part only if the 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. See instructions.

a The name, address, and telephone number or email address of the person to whom applications should be addressed:

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

c Any submission deadlines

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

Part XV Supplementary Information *(continued)*

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

Recipient: Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Ballet West 50 W 200 S Salt Lake City UT 84101		Public Charity	General Financial Support	20,000.
Guadalupe Schools 340 S Goshen St. Salt Lake City UT 84104		Public Charity	General Financial Support	16,000.
Moab Music Festival 58 E 300 S Moab UT 84532		Public Charity	General Financial Support	7,000.
Neighborhood House 1050 W 500 S Salt Lake City UT 84104		Public Charity	General Financial Support	16,000.
The Nature Conservancy of Utah 559 E South Temple Salt Lake City UT 84102		Public Charity	General Financial Support	3,500.
University of Utah - University Development Office 304 Park Building Salt Lake City UT 84112		Public Charity	General Financial Support	82,000.
Utah State University - Caine College of the Arts 1400 Old Main Hill Logan UT 84322-1400		Public Charity	General Financial Support	15,000.
Utah State University Nora Eccles Harrison Museum of Art 1400 Old Main Hill Logan UT 84322-1400		Public Charity	General Financial Support	5,000.
Utah Symphony and Opera 123 W South Temple Salt Lake City UT 84101		Public Charity	General Financial Support	20,000.
See Statement				159,750.
Total . . . . ▶ **3a**				344,250.
b Approved for future payment				
Ballet West 50 W 200 S Salt Lake City UT 84101		Public Charity	General Financial Support	2,499,672.
Total . . . . ▶ **3b**				2,499,672.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					957,658.
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					623,276.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a From Schedule K-1s					388,386.
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)					1,969,320.

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 1,969,320.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
4	Dividend and Interest Income is used to help fund grants.
8	A Portion of Net Capital Gains/Losses may be used to help fund grants.
2	Interest Income is used to fund grants.
7	Other Income is used to fund grants.
11	Other income/revenue is used to help fund grants.

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

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

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

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 Co-Trustee | Date 11-2-20 | Title Trustee

May the IRS discuss this return with the preparer shown below? See instructions ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
Chortney B. Ruesch, CPA	Chortney B. Ruesch, CPA CPA	11/02/2020		P01070225
Firm's name ▶ RUESCH AND COMPANY LLC			Firm's EIN ▶ 37-1658522	
Firm's address ▶ 101 S 200 E SUITE 150 SALT LAKE CITY UT 84111			Phone no (801) 872-9798	

REV 10/27/20 PRO

Form 990-PF: Return of Private Foundation

Part XV, Line 3a: Grants and Contributions Paid During the Year

Continuation Statement

Recipient name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Wagner Jewish Community Center 2 N Medical Drive Salt Lake City, UT 84113		Public Charity	General Financial Support	7,500.
Salt Lake Acting Company 168 W 500 N Salt Lake City, UT 84103		Public Charity	General Financial Support	2,500.
Visual Art Institute 2901 S Highland Dr Salt Lake City, UT 84106		Public Charity	General Financial Support	10,000.
David Ross Fetzer Foundation for Emerging Artists 4054 N Goshawk Place Boise, ID 83703		Public Charity	General Financial Support	2,500.
American Endowment Foundation 1521 Georgetown Rd. Hudson, OH 44236		Public Charity	General Financial Support	10,000.
University of Utah S J. Quinney College of Law 332 S 1400 E Salt Lake City, UT 84112		Public Charity	General Financial Support	5,000.
Utah Blues Society 3283 E Millcreek Cyn Rd Salt Lake City, UT 84109		Public Charity	General Financial Support	2,500.
Alf Engen Ski Museum Foundation 3419 Olympic Pkwy Park City, UT 84098		Public Charity	General Financial Support	8,500.
The Henry's Fork Foundation 801 Main St Ashton, ID 83420		Public Charity	General Financial Support	3,500.
The Nature Conservancy in Idaho 116 1st Ave N Hailey, ID 83333		Public Charity	General Financial Support	3,500.
Planned Parenthood Association of Utah 654 S 900 E Salt Lake City, UT 84102		Public Charity	General Financial Support	3,000.
The Community Foundation of Utah 2257 S 1100 E, Ste 205 Salt Lake City, UT 84106		Public Charity	General Financial Support	250.
Utah Land Use Institute 2424 N 4500 W Plain City, UT 84404		Public Charity	General Financial Support	10,000.
Sundance Institute 1825 Three Kings Dr Park City, UT 84060		Public Charity	General Financial Support	30,000.
We Are Limitless 10153 1/2 Riverside Dr #752 Toluca Lake, CA 91602		Public Charity	General Financial Support	5,000.

Form 990-PF: Return of Private Foundation

Part XV, Line 3a: Grants and Contributions Paid During the Year

Continuation Statement

Recipient name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Living Rivers PO Box 466 Moab, UT 84532		Public Charity	General Financial Support	10,000.
Moab Valley Multicultural Center 156 N 100 W Moab, UT 84532		Public Charity	General Financial Support	7,000.
Harvard Law School Fund PO Box 412840 Boston, MA 02231-2840		Public Charity	General Financial Support	1,000.
Harvard University College Fund Massachusetts Hall Cambridge, MA 02138		Public Charity	General Financial Support	1,000.
Junior Achievement of Utah 515 E 100 S Salt Lake City, UT 84102		Public Charity	General Financial Support	10,000.
Intermountain Foundation at Primary Children's Hospital 100 N Mario Capecchi Dr Salt Lake City, UT 84113		Public Charity	General Financial Support	25,000.
New York University Law School 185 W Broadway New York, NY 10013		Public Charity	General Financial Support	2,000.
				159,750.

Form 990-PF: Return of Private Foundation

Part VIII: Information about Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors — Continuation Statement

Name and address	Title, and average hours per week devoted to position	Compensation	Contributions to employee benefit plans and deferred compensation	Expense account, other allowances
Ellen E. Rossi PO Box 45385 Salt Lake City, UT 84145-0385	Director 1.50	6,500.	0.	0.
David E. Quinney III PO Box 45385 Salt Lake City, UT 84145-0385	Trustee/Director 2.50	7,000.	0.	0.
Clark P. Giles PO Box 45385 Salt Lake City, UT 84145-0385	Trustee/Director 1.50	6,500.	0.	0.
Herbert C. Livsey PO Box 45385 Salt Lake City, UT 84145-0385	Trustee/Director 2.50	7,000.	0.	0.
Charles H. Livsey PO Box 45385 Salt Lake City, UT 84145-0385	Trustee/Director 2.50	11,000.	0.	0.
Ira B. Rubinfeld PO Box 45385 Salt Lake City, UT 84145-0385	Director 1.00	8,000.	0.	0.
		46,000.	0.	0.

Form 990-PF **Net Gain or Loss From Sale of Assets** **2019**
Part I, Line 6a

Name	Employer Identification No
S.J. and Jessie E. Quinney Foundation	87-0389312

Asset Information:

Description of Property . . Short Term Sales of Publicly Traded Securities/K-1
Business Code ______ Exclusion Code . _______
Date Acquired ___06/30/19 How Acquired ______________________________
Date Sold . . ___12/31/19 Name of Buyer ______________________________
Check Box, if Buyer is a Business . ☐
Sales Price. . 8,091,284. Cost or other basis (do not reduce by depreciation) . 7,928,101.
Sales Expense . __________ Valuation Method. . . ______________________
Total Gain (Loss) . . 163,183. Accumulated Depreciation . . . .

Description of Property . . . . Long Term Sales of Publicly Traded Securities/K-1
Business Code ______ Exclusion Code . . _______
Date Acquired ___12/30/18 How Acquired . ______________________________
Date Sold . ___12/31/19 Name of Buyer . ______________________________
Check Box, if Buyer is a Business . ☐
Sales Price . 20,331,577. Cost or other basis (do not reduce by depreciation) __________
Sales Expense . 19,871,484. Valuation Method ______________________
Total Gain (Loss) . 460,093. Accumulated Depreciation . .

Description of Property . ______________________________
Business Code ______ Exclusion Code _______
Date Acquired __________ How Acquired ______________________________
Date Sold __________ Name of Buyer ______________________________
Check Box, if Buyer is a Business ☐
Sales Price. . __________ Cost or other basis (do not reduce by depreciation) . __________
Sales Expense . __________ Valuation Method . . ______________________
Total Gain (Loss) . . . Accumulated Depreciation . . . .

Description of Property . . . . . ______________________________
Business Code ______ Exclusion Code . . _______
Date Acquired __________ How Acquired ______________________________
Date Sold . . __________ Name of Buyer . ______________________________
Check Box, if Buyer is a Business ☐
Sales Price. . __________ Cost or other basis (do not reduce by depreciation) __________
Sales Expense . __________ Valuation Method . . ______________________
Total Gain (Loss) . Accumulated Depreciation . . . .

Description of Property . . ______________________________
Business Code ______ Exclusion Code _______
Date Acquired __________ How Acquired ______________________________
Date Sold __________ Name of Buyer ______________________________
Check Box, if Buyer is a Business ☐
Sales Price. . __________ Cost or other basis (do not reduce by depreciation) __________
Sales Expense __________ Valuation Method . ______________________
Total Gain (Loss) . . . Accumulated Depreciation . . . .

Totals:

Total Gain (Loss) of all assets . . .	623,276.		
Gross Sales Price of all assets . . .	28,422,861.		
Unrelated Business Income		Business Code .	
Excluded by section 512, 513, 514		Exclusion Code .	
Related/Exempt Function Income . .	623,276.		

QuickZoom here to Form 990-PF, Page 1 . . . . ►
QuickZoom here to Form 990-PF, Page 12 . . . . ►

Legal and Professional Fees

Form 990-PF
Part I, Lines 16a - 16c

2019

Name	Employer Identification No
S.J. and Jessie E. Quinney Foundation	87-0389312

Line 16a - Legal Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Ray Quinney & Nebeker PC	Legal and Trust Administration	246,012.	228,809.		17,212.
Total to Form 990-PF, Part I, Line 16a		246,012.	228,809.		17,212.

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Ruesch and Company LLC	Accounting and Tax	18,400.	16,560.		1,840.
Total to Form 990-PF, Part I, Line 16b		18,400.	16,560.		1,840.

Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AllianceBernstein	Investment Management Fees	61,613.	55,452.		6,161.
UBS	Investment Management Fees	13,906.	12,516.		1,390.
Total to Form 990-PF, Part I, Line 16c		75,519.	67,968.		7,551.

Investments

Name	Employer Identification No
S.J. and Jessie E. Quinney Foundation	87-0389312

Line 10a - Investments - US and State Government Obligations:	End of Year State and Local Obligations Book Value	State and Local Obligations FMV	End of Year US Government Obligations Book Value	US Government Obligations FMV
Tot to Fm 990-PF, Pt II, Ln 10a				

Line 10b - Investments - Corporate Stock:	End of Year Book Value	Fair Market Value
UBS	14,906,175.	15,984,232.
Totals to Form 990-PF, Part II, Line 10b	14,906,175.	15,984,232.

Line 10c - Investments - Corporate Bonds:	End of Year Book Value	Fair Market Value
UBS	8,999,764.	9,045,222.
Totals to Form 990-PF, Part II, Line 10c	8,999,764.	9,045,222.

Line 12 - Investments - Mortgage loans:	End of Year Book Value	Fair Market Value
Totals to Form 990-PF, Part II, Line 12		

Line 13 - Investments - Other:	End of Year Book Value	Fair Market Value
UV Partners IV LP	848,611.	12,705,443.
AB FSOF	1,681,438.	1,681,438.
AB Next 50	0.	224,463.
See L-13 Stmt	8,883,070.	10,197,364.
Totals to Form 990-PF, Part II, Line 13	11,413,119.	24,808,708.

Additional information from your 2019 Federal Exempt Tax Return

Form 990-PF: Return of Private Foundation
Other Income (1)
Line 11(a) **Itemization Statement**

Description	Amount
AB GRI 11A	-2,093.
AB Next 50 11A	129.
AB SAF 11A	6,353.
AB PCMMDL Line 1	311,097.
AB FSOF 11A	2.
AB US HNW RE Line 1	-13,897.
AB US HNW RE Line 2	-24,378.
AB US HNW RE Line 11A	17,899.
AB EOF Weatherly Line 1	64,887.
AB EOF Elk 11A	3,394.
AB Arya	24,993.
Total	**388,386.**

Form 990-PF: Return of Private Foundation
Taxes (2)
Line 18(a) **Itemization Statement**

Description	Amount
2018 990-T Tax Due with Return	3, 117
Q1 2019	5,000.
Q3 2019	5,000.
2018 Extension Payment	15,000.
Total	**28,117.**

Form 990-PF: Return of Private Foundation
Other Expenses (3)
Line 23(a) **Itemization Statement**

Description	Amount
Funeral Flowers	315.
Photo Enhancement	253.
Domain Registration	327.
Total	**895.**

Form 990-PF: Return of Private Foundation
Other Increases (1)
Part III, Line 3 **Itemization Statement**

Description	Amount
AB 8967	597.

Form 990-PF: Return of Private Foundation
Other Increases (1)
Part III, Line 3 **Itemization Statement**

Description	Amount
AB 0466	22,533.
UBS 2232	63.
UBS 2233	9,656.
Total	**32,849.**

Form 990-PF: Return of Private Foundation
Part IV, Line 1(a) (1)
Part IV, Line 1(e) **Itemization Statement**

Description	Amount
AB 1908	11.
UBS 2233	797,380.
UBS 2235	5,855,790.
UBS 3252	542,285.
UBS 3254	77,575.
UBS 3255	45,009.
UBS 3256	686,798.
AB GRI ST	30,391.
AB GRI ST 11C	19,944.
AB Next 50 11C	218.
AB SAF ST	24,969.
AB FSOF ST	10,619.
AB EOF Weatherly ST	295.
Total	**8,091,284.**

Form 990-PF: Return of Private Foundation
Part IV, Line 1(a) (2)
Part IV, Line 1(e) **Itemization Statement**

Description	Amount
UV Partners IV LP	518.
AB 0391 LTCG Dist	87.
AB 0391	316, 345
AB 2553	463,142.
AB 8967	4,713,998.
AB 0466 LTCG Dist	131.
AB 0466	1,968,989.
UBS 2231 LTCG Dist	29.
UBS 2231 1250	10.
UBS 2232 LTCG Dist	58.
UBS 2232 1250	3.
UBS 2232	102.

Form 990-PF: Return of Private Foundation
Part IV, Line 1(a) (2)
Part IV, Line 1(e)

Itemization Statement

Description	Amount
UBS 2233	7,782,619.
UBS 2233	7.
UBS 3252	1,828,902.
UBS 3256	2,852,060.
AB GRI LT	48,578.
AB GRI 11C LT	29,916.
AB Next 50 11C LT	327
AB PCMMDL	863.
AB PCMMDL 1231	18,256.
AB FSOF LT	6,088.
AB US HNW RE LT	12,717.
AB US HNW RE 1250	42,078.
AB US HNW RE 1231	245,754.
Total	**20,331,577.**

Form 990-PF: Return of Private Foundation
Part IV, Line 1(a) (1)
Part IV, Line 1(g)

Itemization Statement

Description	Amount
UBS 2233	748,538.
UBS 2235	5,855,809.
UBS 3252	477,724.
UBS 3254	77,815.
UBS 3255	43,317.
UBS 3256	639,549.
AB Next 50 ST	40,044.
AB US HNW RE ST	147.
AB EOF Elk ST	45,158.
Total	**7,928,101.**

Form 990-PF: Return of Private Foundation
Part IV, Line 1(a) (2)
Part IV, Line 1(g)

Itemization Statement

Description	Amount
AB 0391	325,501.
AB 2553	456,615.
AB 8967	4,593,440.
AB 0466	1,973,191.
UBS 2232	52.
UBS 2233	7,685,381.

Form 990-PF: Return of Private Foundation
Part IV, Line 1(a) (2)
Part IV, Line 1(g)
Itemization Statement

Description	Amount
UBS 3252	1,432,264
UBS 3256	2,269,518
AB Next 50 LT	83,804.
AB SAF LT	8,032.
AB EOF Weatherly LT	575,792.
AB EOF Elk LT	467,894.
Total	19,871,484.

Form 990-PF: Return of Private Foundation
Line 3a - Grants and Contribution Paid During the Year (6)
Line 3a, Amount
Itemization Statement

Description	Amount
Natural History Museum	3,000
Natural History Museum	65,000.
Moran Eye Center	2,500.
School of Music Camerata	5,500.
Returned Grant - KUED 7	-14,000.
Utah Museum of Fine Arts	10,000.
Natural History Museum	10,000.
Total	82,000.

Form 990-PF: Return of Private Foundation
Line 4 Column (e)
Itemization Statement

Description	Amount
Maywood Dividends	21,746.
Ballet West Note Interest	125,515.
AB 0391 Interest	475.
AB 0391 Dividends	21,056.
AB 2553 Interest	589.
AB 2553 Dividends	2,498.
AB 1908 Interest	599.
AB 1908 Dividends	1,947.
AB 8967 Interest	1,545.
AB 8967 Dividends	102,676.
AB 4221 Interest	30.
AB 7176 Interest	5.
AB 0466 Interest	1,583.
AB 0466 Dividends	109,113.
UBS 2231 Dividends	10,770.
UBS 2231 Interest	1,210.

Form 990-PF: Return of Private Foundation
Line 4 Column (e) **Itemization Statement**

Description	Amount
UBS 2232 Interest	16.
UBS 2232 Dividends	9,499.
UBS 2233 Dividends	49,860.
UBS 2233 Interest	1,534.
UBS 2235 Dividends	21,149.
UBS 2235 Interest	17.
UBS 3220 Dividends	0.
UBS 3220 Interest	1.
UBS 3252 Dividends	5,592.
UBS 3252 Interest	18.
UBS 3254 Dividends	1,487.
UBS 3254 Interest	139.
UBS 3255 Interest	186.
UBS 3255 Dividends	5,227.
UBS 3256 Dividends	12,478.
UBS 3256 Interest	40.
UBS 3257 Interest	6,947.
UBS 3257 Investment Exp	-194.
UBS 3257 Bond Premium	-57.
UBS 3257 Acc Int Paid	-29,472.
UBS 3257 Acc Treasury Int Paid	-5,220.
UBS 3257 Non Treasury Bond Premium	-322.
UBS 3295 Dividends	667.
AB GRI Interest	447.
AB GRI Dividends	77,966.
AB Next 50 Dividends	23,098.
AB Next 50 Interest	3.
AB SAF Interest	276,262.
AB PCMMDL Interest	4.
AB FSOF Interest	18.
AB FSOF Dividends	19,927.
AB US HNW Re Interest	24.
AB EOF Weatherly Interest	45,292.
AB EOF Elk Interest	9,943.
AB EOF Elk Dividends	19,533.
AB EOF AIV II Interest	4, 192
Total	**957,658.**

Form 990-PF Part I Line 16a-c Legal and Professional Fees

Line 16c - Other Professional Fees (2)

Line 16c Book amount **Itemization Statement**

Description	Amount
UBS 2231	5.
UBS 2232	11.
UBS 3252	2,422.
UBS 3254	2,978.
UBS 3255	2,266.
UBS 3256	2,275.
UBS 3257	3,949.
Total	**13,906.**

Form 990-PF Part II Line 10, 12 and 13 Investments

L-13 Stmt **Continuation Statement**

Line 13 Description	Line 13 Book	Line 13 FMV
AB Arya Partners	3,230,103.	3,230,103.
AB EOF AIV II	101,757.	237,127.
AB EOF Weatherly	569,695.	569,695.
AB Private Credit Mid-Market	2,785,528.	2,785,526.
AB SAF	1,813,605.	2,720,407.
AB RE HNW II	382,382.	654,506.
Total	8,883,070.	10,197,364.

Form 990-T: Exempt Organization Business Income Tax Return

Line 5, Column (A) **Itemization Statement**

Description	Amount
UBTI from AB Private Credit Mid-Market Direct Lending Fund LP	199,319
Total	**199,319**