

Return of Organization Exempt from Income Tax

OMB No. 1545-0047

2004**Open to Public Inspection**Department of the Treasury
Internal Revenue Service**Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code
(except black lung benefit trust or private foundation)**

▶ The organization may have to use a copy of this return to satisfy state reporting requirements.

A For the 2004 calendar year, or tax year beginning 7/01, 2004, and ending 6/30, 2005**B** Check if applicable:

- ☐ Address change
☐ Name change
☐ Initial return
☐ Final return
☐ Amended return
☐ Application pending

Please use
IRS label
or print
or type.
See
specific
instruc-
tions.Community Foundation for
Southern Arizona
2250 East Broadway Blvd.
Tucson, AZ 85719

CLIENT'S COPY

D Employer Identification Number

94-2681765

E Telephone number

520-770-0800

F Accounting method:☐ Cash ☒ Accrual☐ Other (specify) ▶• **Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).**

H and I are not applicable to section 527 organizations.

H (a) Is this a group return for affiliates? . . . ☐ Yes ☒ No**H (b)** If 'Yes,' enter number of affiliates. ▶**H (c)** Are all affiliates included? ☐ Yes ☐ No

(If 'No,' attach a list. See instructions.)

H (d) Is this a separate return filed by an organization covered by a group ruling? ☐ Yes ☒ No**I Group Exemption Number.** ▶**M** Check ☐ if the organization is not required to attach Schedule B (Form 990, 990-EZ, or 990-PF).**G Web site:** ▶ www.cfsoaz.org**J Organization type**(check only one) ☒ 501(c) 3 (insert no.) ☐ 4947(a)(1) or ☐ 527**K** Check here ☐ if the organization's gross receipts are normally not more than \$25,000. The organization need not file a return with the IRS; but if the organization received a Form 990 Package in the mail, it should file a return without financial data. **Some states require a complete return.****L Gross receipts:** Add lines 6b, 8b, 9b, and 10b to line 12 ▶ 8,104,702.**Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances** (See Instructions)

REVENUE	1	Contributions, gifts, grants, and similar amounts received:			
	a	Direct public support	1a	4,134,565.	
	b	Indirect public support	1b	45,376.	
	c	Government contributions (grants)	1c	2,218,312.	
	d	Total (add lines 1a through 1c) (cash \$ 6,398,253. noncash \$)	1d	6,398,253.	
	2	Program service revenue including government fees and contracts (from Part VII, line 93)	2		
	3	Membership dues and assessments	3		
	4	Interest on savings and temporary cash investments	4		
	5	Dividends and interest from securities	5	806,617.	
	6a	Gross rents	6a		
b	Less: rental expenses	6b			
c	Net rental income or (loss) (subtract line 6b from line 6a)	6c			
7	Other investment income (describe)	7			
8a	Gross amount from sales of assets other than inventory		(A) Securities		(B) Other
			858,045.	8a	
	b Less: cost or other basis and sales expenses		714,074.	8b	
	c Gain or (loss) (attach schedule) Statement. 1		143,971.	8c	
d	Net gain or (loss) (combine line 8c, columns (A) and (B))	8d	143,971.		
9	Special events and activities (attach schedule). If any amount is from gaming, check here <input type="checkbox"/>				
a	Gross revenue (not including \$ 9,740. of contributions reported on line 1a)	9a	41,787.		
b	Less: direct expenses other than fundraising expenses	9b	27,207.		
c	Net income or (loss) from special events (subtract line 9b from line 9a) Statement. 2	9c	14,580.		
10a	Gross sales of inventory, less returns and allowances	10a			
b	Less: cost of goods sold	10b			
c	Gross profit or (loss) from sales of inventory (attach schedule) (subtract line 10b from line 10a)	10c			
11	Other revenue (from Part VII, line 103)	11			
12	Total revenue (add lines 1d, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11)	12	7,363,421.		
EXPENSES	13	Program services (from line 44, column (B))	13	4,437,305.	
	14	Management and general (from line 44, column (C))	14	771,250.	
	15	Fundraising (from line 44, column (D))	15	83,832.	
	16	Payments to affiliates (attach schedule)	16		
17	Total expenses (add lines 16 and 44, column (A))	17	5,292,387.		
ASSETS	18	Excess or (deficit) for the year (subtract line 17 from line 12)	18	2,071,034.	
	19	Net assets or fund balances at beginning of year (from line 73, column (A))	19	27,009,491.	
	20	Other changes in net assets or fund balances (attach explanation) See Statement. 3	20	1,706,282.	
	21	Net assets or fund balances at end of year (combine lines 18, 19, and 20)	21	30,786,807.	

Part II Statement of Functional Expenses All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others.

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22	Grants and allocations (att sch) See Stmt 4 (cash \$ 3615757. non-cash \$)	22 3,615,757.	3,615,757.		
23	Specific assistance to individuals (att sch)	23			
24	Benefits paid to or for members (att sch)	24			
25	Compensation of officers, directors, etc	25 107,000.	52,430.	49,220.	5,350.
26	Other salaries and wages	26 576,003.	282,241.	264,962.	28,800.
27	Pension plan contributions	27 12,813.	6,278.	5,894.	641.
28	Other employee benefits	28 70,606.	34,597.	32,479.	3,530.
29	Payroll taxes	29 53,636.	26,282.	24,672.	2,682.
30	Professional fundraising fees	30			
31	Accounting fees	31			
32	Legal fees	32			
33	Supplies	33 260,969.	127,875.	120,046.	13,048.
34	Telephone	34			
35	Postage and shipping	35			
36	Occupancy	36			
37	Equipment rental and maintenance	37			
38	Printing and publications	38			
39	Travel	39			
40	Conferences, conventions, and meetings	40			
41	Interest	41			
42	Depreciation, depletion, etc (attach schedule)	42 8,627.	4,227.	3,968.	432.
43	Other expenses not covered above (itemize):				
a	Other expenses	43a 227.	111.	104.	12.
b	Professional services	43b 524,045.	256,782.	241,061.	26,202.
c	Promotion & development	43c 62,704.	30,725.	28,844.	3,135.
d		43d			
e		43e			
44	Total functional expenses (add lines 22 - 43). Organizations completing columns (B) - (D), carry these totals to lines 13 - 15	44 5,292,387.	4,437,305.	771,250.	83,832.

Joint Costs. Check ☐ if you are following SOP 98-2.Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? ☐ Yes ☒ No

If 'Yes,' enter (i) the aggregate amount of these joint costs \$; (ii) the amount allocated to Program services \$; (iii) the amount allocated to Management and general \$; and (iv) the amount allocated to Fundraising \$.

Part III Statement of Program Service AccomplishmentsWhat is the organization's primary exempt purpose? See Statement 5

All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable. (Section 501(c)(3) & (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants & allocations to others.)

Program Service Expenses
(Required for 501(c)(3) and
(4) organizations and
4947(a)(1) trusts; but
optional for others.)

a	See Statement 6				
	(Grants and allocations \$ 3,615,757.)				4,437,305.
b					
	(Grants and allocations \$)				
c					
	(Grants and allocations \$)				
d					
	(Grants and allocations \$)				
e	Other program services (Grants and allocations \$)				
f	Total of Program Service Expenses (should equal line 44, column (B), Program services)				4,437,305.

Part IV Balance Sheets (See instructions)**Note:** Where required, attached schedules and amounts within the description column should be for end-of-year amounts only.

		(A) Beginning of year		(B) End of year
ASSETS	45 Cash — non-interest-bearing	507,312.	45	173,612.
	46 Savings and temporary cash investments	6,412,349.	46	2,025,139.
	47a Accounts receivable	492,847.		
	b Less: allowance for doubtful accounts		47c	492,847.
	48a Pledges receivable	312,947.		
	b Less: allowance for doubtful accounts		48c	312,947.
	49 Grants receivable		49	
	50 Receivables from officers, directors, trustees, and key employees (attach schedule)		50	
	51a Other notes & loans receivable (attach sch)	55,719.		
	b Less: allowance for doubtful accounts		51c	55,719.
	52 Inventories for sale or use		52	
	53 Prepaid expenses and deferred charges		53	
	54 Investments — securities (attach schedule) .. See St. 7. <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV	3,063,952.	54	6,939,412.
	55a Investments — land, buildings, & equipment: basis			
	b Less: accumulated depreciation (attach schedule)		55c	
56 Investments — other (attach schedule)	See Stmt. 8.	56	24,322,336.	
57a Land, buildings, and equipment: basis	128,624.			
b Less: accumulated depreciation (attach schedule)	Statement 9.	57c	8,977.	
58 Other assets (describe ► See Statement 10)	153,679.	58	193,038.	
59 Total assets (add lines 45 through 58) (must equal line 74)	30,439,981.	59	34,524,027.	
LIABILITIES	60 Accounts payable and accrued expenses	746,964.	60	37,990.
	61 Grants payable	139,376.	61	591,031.
	62 Deferred revenue		62	
	63 Loans from officers, directors, trustees, and key employees (attach schedule)		63	
	64a Tax-exempt bond liabilities (attach schedule)		64a	
	b Mortgages and other notes payable (attach schedule)		64b	
	65 Other liabilities (describe ► See Statement 11)	2,544,150.	65	3,108,199.
	66 Total liabilities (add lines 60 through 65)	3,430,490.	66	3,737,220.
NET ASSETS OR FUND BALANCES	Organizations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74.			
	67 Unrestricted	13,449,441.	67	17,066,293.
	68 Temporarily restricted	610,274.	68	695,150.
	69 Permanently restricted	12,949,776.	69	13,025,364.
	Organizations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 70 through 74.			
	70 Capital stock, trust principal, or current funds		70	
	71 Paid-in or capital surplus, or land, building, and equipment fund		71	
	72 Retained earnings, endowment, accumulated income, or other funds		72	
	73 Total net assets or fund balances (add lines 67 through 69 or lines 70 through 72; column (A) must equal line 19; column (B) must equal line 21)	27,009,491.	73	30,786,807.
	74 Total liabilities and net assets/fund balances (add lines 66 and 73)	30,439,981.	74	34,524,027.

Form 990 is available for public inspection and, for some people, serves as the primary or sole source of information about a particular organization. How the public perceives an organization in such cases may be determined by the information presented on its return. Therefore, please make sure the return is complete and accurate and fully describes, in Part III, the organization's programs and accomplishments.

BAA

**Part IV-A Reconciliation of Revenue per Audited
Financial Statements with Revenue
per Return (See instructions.)**

a	Total revenue, gains, and other support per audited financial statements	a	8,837,473.
b	Amounts included on line a but not on line 12, Form 990:		
(1)	Net unrealized gains on investments . . . \$		
(2)	Donated services and use of facilities . . . \$		
(3)	Recoveries of prior year grants \$		
(4)	Other (specify):		
	See Stmt 12 \$ 1,636,192.		
	Add amounts on lines (1) through (4) . . .	b	1,636,192.
c	Line a minus line b	c	7,201,281.
d	Amounts included on line 12, Form 990 but not on line a :		
(1)	Investment expenses not included on line 6b, Form 990 \$		
(2)	Other (specify):		
	See Stmt 13 \$ 162,140.		
	Add amounts on lines (1) and (2) . . .	d	162,140.
e	Total revenue per line 12, Form 990 (line c plus line d)	e	7,363,421.

Part IV-B	Reconciliation of Expenses per Audited Financial Statements with Expenses per Return
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a	Total expenses and losses per audited financial statements.....	a	6,619,673.
b	Amounts included on line a but not on line 17, Form 990:		
	(1) Donated services and use of facilities \$		
	(2) Prior year adjustments reported on line 20, Form 990. ... \$		
	(3) Losses reported on line 20, Form 990. ... \$		
	(4) Other (specify):		
	See Stmt 14 \$ 1,327,286.		
	Add amounts on lines (1) through (4).....	b	1,327,286.
c	Line a minus line b	c	5,292,387.
d	Amounts included on line 17, Form 990 but not on line a :		
	(1) Investment expenses not included on line 6b, Form 990. \$		
	(2) Other (specify):		
	\$		
	Add amounts on lines (1) and (2).....	d	
e	Total expenses per line 17, Form 990 (line c plus line d).....	e	5,292,387.

Part V	List of Officers, Directors, Trustees, and Key Employees (List each one even if not compensated; see instructions.)
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(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 and other allowances
See Statement 15				
		107,000.	3,240.	0.

75 Did any officer, director, trustee, or key employee receive aggregate compensation of more than \$100,000 from your organization and all related organizations, of which more than \$10,000 was provided by the related organizations? ☐ Yes ☒ No

If 'Yes,' attach schedule — see instructions.

Part VI Other Information (See instructions.)

	Yes	No
76 Did the organization engage in any activity not previously reported to the IRS? If 'Yes,' attach a detailed description of each activity.		X
77 Were any changes made in the organizing or governing documents but not reported to the IRS? If 'Yes,' attach a conformed copy of the changes.	X	
78a Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?		X
78b If 'Yes,' has it filed a tax return on Form 990-T for this year?	N/A	
79 Was there a liquidation, dissolution, termination, or substantial contraction during the year? If 'Yes,' attach a statement.		X
80a Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc., to any other exempt or nonexempt organization?	X	
b If 'Yes,' enter the name of the organization ▶ <u>See Statement 16</u> and check whether it is <input checked="" type="checkbox"/> exempt or <input type="checkbox"/> nonexempt.		
81a Enter direct and indirect political expenditures. See line 81 instructions. 81a 0.		
b Did the organization file Form 1120-POL for this year?		X
82a Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?		X
b If 'Yes,' you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III.) 82b N/A		
83a Did the organization comply with the public inspection requirements for returns and exemption applications?	X	
b Did the organization comply with the disclosure requirements relating to quid pro quo contributions?	X	
84a Did the organization solicit any contributions or gifts that were not tax deductible?		X
b If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		N/A
85 501(c)(4), (5), or (6) organizations. a Were substantially all dues nondeductible by members?		N/A
b Did the organization make only in-house lobbying expenditures of \$2,000 or less? If 'Yes' was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.		N/A
c Dues, assessments, and similar amounts from members. 85c N/A		
d Section 162(e) lobbying and political expenditures. 85d N/A		
e Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices. 85e N/A		
f Taxable amount of lobbying and political expenditures (line 85d less 85e). 85f N/A		
g Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?		N/A
h If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?		N/A
86 501(c)(7) organizations. Enter: a Initiation fees and capital contributions included on line 12. 86a N/A		
b Gross receipts, included on line 12, for public use of club facilities. 86b N/A		
87 501(c)(12) organizations. Enter: a Gross income from members or shareholders. 87a N/A		
b Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.) 87b N/A		
88 At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If 'Yes,' complete Part IX.		X
89a 501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under: section 4911 ▶ 0.; section 4912 ▶ 0.; section 4955 ▶ 0.		
b 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If 'Yes,' attach a statement explaining each transaction.		X
c Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958. ▶ 0.		
d Enter: Amount of tax on line 89c, above, reimbursed by the organization. ▶ 0.		
90a List the states with which a copy of this return is filed ▶ <u>Arizona</u>		
b Number of employees employed in the pay period that includes March 12, 2004 (See instructions.) 90b 18		
91 The books are in care of ▶ <u>The Foundation</u> Telephone number ▶ _____ Located at ▶ <u>same as page one</u> ZIP + 4 ▶ _____		
92 Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041 — Check here. <input type="checkbox"/> N/A and enter the amount of tax-exempt interest received or accrued during the tax year. ▶ 92 N/A		

Part VII Analysis of Income-Producing Activities (See instructions.)

Note: Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	
93 Program service revenue:					
a					
b					
c					
d					
e					
f Medicare/Medicaid payments					
g Fees & contracts from government agencies					
94 Membership dues and assessments					
95 Interest on savings & temporary cash invmnts					
96 Dividends & interest from securities			14	806,617.	
97 Net rental income or (loss) from real estate:					
a debt-financed property					
b not debt-financed property					
98 Net rental income or (loss) from pers prop					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory			18	143,971.	
101 Net income or (loss) from special events			1	14,580.	
102 Gross profit or (loss) from sales of inventory					
103 Other revenue: a					
b					
c					
d					
e					
104 Subtotal (add columns (B), (D), and (E))				965,168.	
105 Total (add line 104, columns (B), (D), and (E))					965,168.

Note: Line 105 plus line 1d, Part I, should equal the amount on line 12, Part I.

Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes (See instructions.)

Line No. Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).

N/A

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See instructions.)

(A) Name, address, and EIN of corporation, partnership, or disregarded entity	(B) Percentage of ownership interest	(C) Nature of activities	(D) Total income	(E) End-of-year assets
N/A	%			
	%			
	%			
	%			

Part X Information Regarding Transfers Associated with Personal Benefit Contracts (See instructions.)

- a Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

Note: If 'Yes' to (b), file Form 8870 and Form 4720 (see instructions).

Please 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 officer) is based on all information of which preparer has any knowledge.

Signature of officer

Date

Type or print name and title.

Paid Preparer's Use Only

Preparer's signature	<i>Marianne DeVries</i>	Date	3-20-06	Check if self-employed	<input type="checkbox"/>	Preparer's SSN or PTIN (See General Instruction W)	N/A
Firm's name (or yours if self-employed), address, and ZIP + 4	DeVries CPAs of Arizona, P.C. 4349 East Fifth Street Tucson, AZ 85711-2025			EIN	N/A		
				Phone no.	(520) 298-6200		

BAA

TEEA0106L 10/03/03

Form 990 (2004)

SCHEDULE A
(Form 990 or 990-EZ)Department of the Treasury
Internal Revenue Service**Organization Exempt Under
Section 501(c)(3)**(Except Private Foundation) and Section 501(e), 501(f), 501(k),
501(n), or Section 4947(a)(1) Nonexempt Charitable Trust

Supplementary Information — (See separate instructions.)

▶ **MUST be completed by the above organizations and attached to their Form 990 or 990-EZ.**

OMB No. 1545-0047

2004Name of the organization
Community Foundation for
Southern ArizonaEmployer identification number
94-2681765**Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees**

(See instructions. List each one. If there are 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 and other allowances
Pamela Doherty 2250 E Broadway, Tucson AZ	Exec Dir/CPG 40	77,700.	2,220.	0.
Barbara Brown 2250 E. Broadway, Tucson AZ	Prog Dir 40	58,200.	2,250.	0.
Jennifer Jones 2250 E. Broadway, Tucson AZ	Dir of Dev 40	51,500.	1,101.	0.
Total number of other employees paid over \$50,000	0			

Part II Compensation of the Five Highest Paid Independent Contractors for Professional Services

(See instructions. List each one (whether individuals or firms). If there are none, enter 'None'.)

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over \$50,000 for professional services	0	

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990 and Form 990-EZ.

Schedule A (Form 990 or 990-EZ) 2004

Part III Statements About Activities (See instructions.)

Yes No

- 1 During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If 'Yes,' enter the total expenses paid or incurred in connection with the lobbying activities. . . . \$ N/A
- (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B.)

1

X

Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking 'Yes' must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities.

- 2 During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is 'Yes,' attach a detailed statement explaining the transactions.)

a Sale, exchange, or leasing of property?

2a

X

b Lending of money or other extension of credit?

2b

X

c Furnishing of goods, services, or facilities?

2c

X

See Form 990, Part V

d Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)?

2d

X

e Transfer of any part of its income or assets?

2e

X

3a Do you make grants for scholarships, fellowships, student loans, etc? (If 'Yes,' attach an explanation of how you determine that recipients qualify to receive payments.)

3a

X

See Statement 17

b Do you have a section 403(b) annuity plan for your employees?

3b

X

4a Did you maintain any separate account for participating donors where donors have the right to provide advice on the use or distribution of funds?

4a

X

b Do you provide credit counseling, debt management, credit repair, or debt negotiation services?

4b

X

Part IV Reason for Non-Private Foundation Status (See instructions.)

The organization is not a private foundation because it is: (Please check only **ONE** applicable box.)

- 5 ☐ A church, convention of churches, or association of churches. Section 170(b)(1)(A)(i).
- 6 ☐ A school. Section 170(b)(1)(A)(ii). (Also complete Part V.)
- 7 ☐ A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii).
- 8 ☐ A Federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v).
- 9 ☐ A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state ▶
- 10 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(iv). (Also complete the **Support Schedule** in Part IV-A.)
- 11a ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 11b ☐ A community trust. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 12 ☐ An organization that normally receives: (1) more than 33-1/3% of its support from contributions, membership fees, and gross receipts from activities related to its charitable, etc, functions — subject to certain exceptions, and (2) no more than 33-1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Also complete the **Support Schedule** in Part IV-A.)
- 13 ☐ An organization that is not controlled by any disqualified persons (other than foundation managers) and supports organizations described in: (1) lines 5 through 12 above; or (2) section 501(c)(4), (5), or (6), if they meet the test of section 509(a)(2). (See section 509(a)(3).)

Provide the following information about the supported organizations. (See instructions.)

(a) Name(s) of supported organization(s)	(b) Line number from above

- 14 ☐ An organization organized and operated to test for public safety. Section 509(a)(4). (See instructions.)

Part IV-A Support Schedule (Complete only if you checked a box on line 10, 11, or 12.) *Use cash method of accounting.***Note:** You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting.

Calendar year (or fiscal year beginning in)	(a) 2003	(b) 2002	(c) 2001	(d) 2000	(e) Total
15 Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.)	7,761,521.	5,860,846.	6,798,167.	11,769,820.	32,190,354.
16 Membership fees received					
17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc., purpose	87,508.	80,695.	21,462.	34,208.	223,873.
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975	570,403.	569,228.	627,429.	716,708.	2,483,768.
19 Net income from unrelated business activities not included in line 18					
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					
21 The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge					
22 Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets. See Stmt. 18	23,350.	41,483.	17,880.	33,731.	116,444.
23 Total of lines 15 through 22	8,442,782.	6,552,252.	7,464,938.	12,554,467.	35,014,439.
24 Line 23 minus line 17	8,355,274.	6,471,557.	7,443,476.	12,520,259.	34,790,566.
25 Enter 1% of line 23	84,428.	65,523.	74,649.	125,545.	
26 Organizations described on lines 10 or 11: a Enter 2% of amount in column (e), line 24. ▶					26a 695,811.
b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2000 through 2003 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the total of all these excess amounts					26b 2,787,902.
c Total support for section 509(a)(1) test: Enter line 24, column (e)					26c 34,790,566.
d Add: Amounts from column (e) for lines: 18 2,483,768. 19					26d 5,388,114.
22 116,444. 26b 2,787,902.					26e 29,402,452.
e Public support (line 26c minus line 26d total)					26f 84.51 %
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))					
27 Organizations described on line 12: N/A					
a For amounts included in lines 15, 16, and 17 that were received from a 'disqualified person,' prepare a list for your records to show the name of, and total amounts received in each year from, each 'disqualified person.' Do not file this list with your return. Enter the sum of such amounts for each year: (2003) _____ (2002) _____ (2001) _____ (2000) _____					
b For any amount included in line 17 that was received from each person (other than 'disqualified persons'), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000. (Include in the list organizations described in lines 5 through 11, as well as individuals.) Do not file this list with your return. After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year: (2003) _____ (2002) _____ (2001) _____ (2000) _____					
c Add: Amounts from column (e) for lines: 15 _____ 16 _____ 17 _____ 20 _____ 21 _____					27c _____
d Add: Line 27a total and line 27b total					27d _____
e Public support (line 27c total minus line 27d total)					27e _____
f Total support for section 509(a)(2) test: Enter amount from line 23, column (e) ▶ 27f _____					27g _____ %
g Public support percentage (line 27e (numerator) divided by line 27f (denominator))					27h _____ %
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))					

28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 2000 through 2003, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. Do not file this list with your return. Do not include these grants in line 15.

Part V Private School Questionnaire (See instructions.)
(To be completed ONLY by schools that checked the box on line 6 in Part IV)

N/A

	Yes	No
29 Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?		
30 Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?		
31 Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves?		
If 'Yes,' please describe; if 'No,' please explain. (If you need more space, attach a separate statement.)		

32 Does the organization maintain the following:		
a Records indicating the racial composition of the student body, faculty, and administrative staff?		
b Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?		
c Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?		
d Copies of all material used by the organization or on its behalf to solicit contributions?		
If you answered 'No' to any of the above, please explain. (If you need more space, attach a separate statement.)		

33 Does the organization discriminate by race in any way with respect to:		
a Students' rights or privileges?		
b Admissions policies?		
c Employment of faculty or administrative staff?		
d Scholarships or other financial assistance?		
e Educational policies?		
f Use of facilities?		
g Athletic programs?		
h Other extracurricular activities?		
If you answered 'Yes' to any of the above, please explain. (If you need more space, attach a separate statement.)		

34a Does the organization receive any financial aid or assistance from a governmental agency?		
b Has the organization's right to such aid ever been revoked or suspended?		
If you answered 'Yes' to either 34a or b, please explain using an attached statement.		

35 Does the organization certify that it has complied with the applicable requirements of sections 4.01 through 4.05 of Rev Proc 75-50, 1975-2 C.B. 587, covering racial nondiscrimination? If 'No,' attach an explanation.		

Part VI-A Lobbying Expenditures by Electing Public Charities (See instructions.)
(To be completed **ONLY** by an eligible organization that filed Form 5768)

N/A

Check ☐ **a** if the organization belongs to an affiliated group. Check ☐ **b** if you checked 'a' and 'limited control' provisions apply.

Limits on Lobbying Expenditures		(a) Affiliated group totals	(b) To be completed for ALL electing organizations
(The term 'expenditures' means amounts paid or incurred.)			
36	Total lobbying expenditures to influence public opinion (grassroots lobbying)	36	
37	Total lobbying expenditures to influence a legislative body (direct lobbying)	37	
38	Total lobbying expenditures (add lines 36 and 37)	38	
39	Other exempt purpose expenditures	39	
40	Total exempt purpose expenditures (add lines 38 and 39)	40	
41	Lobbying nontaxable amount. Enter the amount from the following table --		
If the amount on line 40 is -- The lobbying nontaxable amount is -- Not over \$500,000 20% of the amount on line 40 Over \$500,000 but not over \$1,000,000 \$100,000 plus 15% of the excess over \$500,000 Over \$1,000,000 but not over \$1,500,000 \$175,000 plus 10% of the excess over \$1,000,000 Over \$1,500,000 but not over \$17,000,000 \$225,000 plus 5% of the excess over \$1,500,000 Over \$17,000,000 \$1,000,000		41	
42	Grassroots nontaxable amount (enter 25% of line 41)	42	
43	Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36	43	
44	Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38	44	
Caution: If there is an amount on either line 43 or line 44, you must file Form 4720.			

4 -Year Averaging Period Under Section 501(h)(Some organizations that made a section 501(h) election do not have to complete all of the five columns below.
See the instructions for lines 45 through 50.)

Lobbying Expenditures During 4 -Year Averaging Period					
Calendar year (or fiscal year beginning in) ▶	(a) 2004	(b) 2003	(c) 2002	(d) 2001	(e) Total
45 Lobbying nontaxable amount					
46 Lobbying ceiling amount (150% of line 45(e))					
47 Total lobbying expenditures					
48 Grassroots non-taxable amount					
49 Grassroots ceiling amount (150% of line 48(e))					
50 Grassroots lobbying expenditures					

Part VI-B Lobbying Activity by Nonelecting Public Charities

(For reporting only by organizations that did not complete Part VI-A) (See instructions.)

N/A

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:

- a Volunteers
- b Paid staff or management (Include compensation in expenses reported on lines c through h.)
- c Media advertisements
- d Mailings to members, legislators, or the public
- e Publications, or published or broadcast statements
- f Grants to other organizations for lobbying purposes
- g Direct contact with legislators, their staffs, government officials, or a legislative body
- h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means
- i Total lobbying expenditures (add lines c through h.)

Yes	No	Amount

If 'Yes' to any of the above, also attach a statement giving a detailed description of the lobbying activities.

BAA

Schedule A (Form 990 or 990-EZ) 2004

Statement 1
Form 990, Part I, Line 8
Net Gain (Loss) from Noninventory Sales

Publicly Traded Securities

Gross Sales Price: 858,045.
Cost or Other Basis: 714,074.

Total Gain (Loss) Publicly Traded Securities \$ 143,971.

Total Net Gain (Loss) From Noninventory Sales \$ 143,971.

Statement 2
Form 990, Part I, Line 9
Net Income (Loss) from Special Events

<u>Special Events</u>	<u>Gross Receipts</u>	<u>Less Contri- butions</u>	<u>Gross Revenue</u>	<u>Less Direct Expenses</u>	<u>Net Income (Loss)</u>
Achievement Awards	36,691.	5,500.	31,191.	16,258.	14,933.
LGBTs event	10,176.	0.	10,176.	5,051.	5,125.
Folkorico	4,240.	4,240.	0.	5,617.	-5,617.
Other miscellaneous events	420.	0.	420.	281.	139.
Total	<u>\$ 51,527.</u>	<u>\$ 9,740.</u>	<u>\$ 41,787.</u>	<u>\$ 27,207.</u>	<u>\$ 14,580.</u>

Statement 3
Form 990, Part I, Line 20
Other Changes in Net Assets or Fund Balances

Prior period adjustment..... \$ 567,091.
Unrealized gain on investments..... 1,139,191.
Total \$ 1,706,282.

Statement 4
Form 990, Part II, Line 22
Grants and Allocations

Cash Grants and Allocations

Donee's Name: See attached list
Amount Given: \$ 1,558,547.

Donee's Name: Cope Behavioral Services
Tucson, AZ
Relationship of Donee: contractor/subcontractor
Amount Given: 117,135.

Donee's Name: Southern Arizona AIDS Fndn
Tucson, AZ
Relationship of Donee: contractor/subcontractor

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Part II - Grants and Allocations

ACF Chef's Association of Southern Arizona, T	Tucson, AZ 85712	3,576.11	Educ/Personl Dev
Adat Chaverim	Plano, TX 75023-4000	200.00	House of Worship
Administration of Resources and Choices	Tucson, AZ 85754	12,930.00	Health/Human Ser
Albert Einstein College of Medicine	Bronx, NY 10461	182.00	Educ/Personl Dev
Alpha Tau Omega Foundation	Indianapolis, IN 46204	250.00	Educ/Personl Dev
ALS Association	Calabasas Hills, CA 91301-51	1,000.00	Health/Human Ser
Alzheimer's Association, Southern Arizona Cha	Tucson, AZ 85712-3628	7,000.00	Health/Human Ser
America-Israel Friendship League	Tucson, AZ 85711	2,497.00	Comm Enh/Environ
American Cancer Society, Inc.	Atlanta, GA 30368-2454	200.00	Health/Human Ser
American Diabetes Association	Tucson, AZ 85710	2,200.00	Health/Human Ser
American Foundation for the University of Bri	Vancouver, BC, V6T 1Z3	900.00	Educ/Personl Dev
American Parkinson Disease Association, Inc./	Tucson, AZ 85719	525.00	Health/Human Ser
American Red Cross, Grand Canyon Chapter	Phoenix, AZ 85015-1892	200.00	Health/Human Ser
American Red Cross, Southern Arizona Chapter	Tucson, AZ 85711-3511	4,239.40	Health/Human Ser
Angel Charity for Children, Inc.	Tucson, AZ 85732-3318	5,237.18	Comm Enh/Environ
Animal Rescue Foundation	Tucson, AZ 85711	1,500.00	Comm Enh/Environ
Animals' Crusaders of Arizona	Tucson, AZ 85751-1586	5,000.00	Comm Enh/Environ
Ara Parseghian Medical Research Foundation	Tucson, AZ 85718-3327	1,500.00	Health/Human Ser
Arizona Civil Liberties Foundation	Phoenix, AZ 85012	1,000.00	Health/Human Ser
Arizona Friends of Chamber Music	Tucson, AZ 85717	3,737.00	Culture/Recreate
Arizona Friends of Tibet	Tucson, AZ 85751-1956	500.00	Comm Enh/Environ
Arizona Historical Society, Southern Arizona	Tucson, AZ 85719-4840	1,500.00	Culture/Recreate
Arizona Historical Society, Southern Arizona	Tucson, AZ 85719	1,300.00	Culture/Recreate
Arizona Opera Company	Tucson, AZ 85719	5,275.00	Culture/Recreate
Arizona State University/Scholarship Office	Tempe, AZ 85287-0412	26,500.00	Educ/Personl Dev
Arizona Theatre Company	Tucson, AZ 85702	3,650.00	Culture/Recreate
Arizona Women Lawyers Association, So. Az. C	Tucson, AZ 85738	1,000.00	Educ/Personl Dev
Arizona's Children Association	Tucson, AZ 85713	36,250.00	Health/Human Ser
Assistance League of Tucson, Inc.	Tucson, AZ 85712	6,843.86	Health/Human Ser
Association of Fundraising Professionals	Tucson, AZ 85717-1176	890.00	Educ/Personl Dev
Avenue of Flags Foundation	Buellton, CA 93427	2,500.00	Comm Enh/Environ
Ballet Arts Foundation	Tucson, AZ 85716-5519	2,000.00	Culture/Recreate
Beacon Group	Tucson, AZ 85703	1,000.00	Health/Human Ser
Big Brothers - Big Sisters of Tucson, Inc.	Tucson, AZ 85701	1,594.00	Educ/Personl Dev
Birth & Women's Health Center	Tucson, AZ 85712	6,164.00	Health/Human Ser
Bisbee Coalition for the Homeless	Bisbee, AZ 85603	2,492.89	Health/Human Ser
B'nai Horin-Children of Freedom	Los Angeles, CA 90064	300.00	Educ/Personl Dev
Boy Scouts of America-Catalina Council	Tucson, AZ 85711-3636	600.00	Educ/Personl Dev
Boys & Girls Clubs of Tucson	Tucson, AZ 85717	8,994.00	Educ/Personl Dev
Brewster Center Domestic Violence Services, I	Tucson, AZ 85716-2650	13,056.50	Health/Human Ser
C.A.R.E. - USA	Atlanta, GA 30303	300.00	Health/Human Ser
Mr. Dan Bates	Tucson, AZ 85715	1,000.00	Culture/Recreate
Ms. Anne Bunker	Tucson, AZ 85743	25,000.00	Culture/Recreate
Ms. Beth Braun	Tucson, AZ 85716	10,300.00	Culture/Recreate
Ms. Mary Ann Brehm	Tucson, AZ 85705	300.00	Culture/Recreate
The Blake Foundation	Tucson, AZ 85712	500.00	Health/Human Ser
CARE	Atlanta, GA 30303-2439	500.00	Health/Human Ser
Carondelet Foundation	Tucson, AZ 85716	500.00	Health/Human Ser
Casa De Esperanza, Inc.	Green Valley, AZ 85614	550.00	Health/Human Ser
Casa de los Ninos	Tucson, AZ 85705	26,019.70	Health/Human Ser
Catalina Foothills High School	Tucson, AZ 85718	500.00	Educ/Personl Dev
Catching the Dream	Albuquerque, NM 87110	3,500.00	Educ/Personl Dev
Catholic Community Services of Southern Arizo	Tucson, AZ 85705	2,587.00	Health/Human Ser
Mr. Michael Cavalieri	New Haven, CT 06511	3,000.00	Culture/Recreate
Centennial Elementary School	Tucson, AZ 85705	2,000.00	Educ/Personl Dev
Center for Desert Archaeology	Tucson, AZ 85705	500.00	Culture/Recreate
Center for Jewish Culture & Creativity	Los Angeles, CA 90048	4,000.00	Culture/Recreate
CFSA Scholarship Fund	,	29,999.22	Comm Enh/Environ

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Part II - Grants and Allocations

Child & Family Resources, Inc.	Tucson, AZ 85716	5,800.00	Health/Human Ser
Child Evangelism Fellowship of Arizona	Prescott, AZ 86304-1715	1,200.00	Educ/Personl Dev
Childsplay, Inc.	Tempe, AZ 85280	2,200.00	Culture/Recreate
Chillicothe Cemetery Association	Chillicothe, MO 64601	2,500.00	Comm Enh/Environ
Cochise School	Cochise, AZ 85606	2,000.00	Educ/Personl Dev
CODAC Behavioral Health Services of Pima Coun	Tucson, AZ 85719-2598	7,307.00	Health/Human Ser
Columbia University	New York, NY 10032-3795	200.00	Educ/Personl Dev
Comin Home	Tucson, AZ 85716	2,843.86	Health/Human Ser
Community Food Bank, Inc.	Tucson, AZ 85726-6727	33,832.28	Health/Human Ser
Community Foundation For Southern Arizona	Tucson, AZ 85719	6,631.97	Comm Enh/Environ
The Community Foundation of the Holland/Zeela	Holland, MI 49423	14,212.67	Comm Enh/Environ
Community Performing Arts Center Foundation	Green Valley, AZ 85622-0703	782.90	Culture/Recreate
Community Provider of Enrichment Services, In	Tucson, AZ 85745	6,217.38	Health/Human Ser
Compass Health Care, Inc.	Tucson, AZ 85745	200.00	Health/Human Ser
Congregation Anshei Israel	Tucson, AZ 85711	2,550.00	House of Worship
Congregation Chaverim	Tucson, AZ 85711	750.00	House of Worship
Corbett Elementary School	Tucson, AZ 85711	1,350.00	Educ/Personl Dev
Covenant Theological Seminary	Saint Louis, MO 63141-9718	1,000.00	Educ/Personl Dev
Crisis Pregnancy Centers of Tucson	Tucson, AZ 85719	2,000.00	Health/Human Ser
Crystal Lake Association	Beulah, MI 49617	500.00	Comm Enh/Environ
The Culinary Institute of America	Hyde Park, NY 12538-1499	1,500.00	Educ/Personl Dev
Cultural Exchange Council of Tucson, Inc.	Tucson, AZ 85733-2044	11,000.00	Culture/Recreate
Desert Christian High School	Tucson, AZ 85751-1240	1,000.00	Educ/Personl Dev
Arizona-Sonora Desert Museum, Inc.	Tucson, AZ 85743-9719	9,085.78	Culture/Recreate
Tucson Metropolitan Community Chorus	Tucson, AZ 85702-0270	2,000.00	Culture/Recreate
Direct CareGiver Association	Tucson, AZ 85713-3865	250.00	Health/Human Ser
Doctors Without Borders, USA	New York, NY 10277-1218	1,800.00	Health/Human Ser
DOROT, Inc.	New York, NY 10024	500.00	Health/Human Ser
Douglas for Stronger Families Council	Douglas, AZ 85608	10,808.52	Health/Human Ser
Dove of Peace Lutheran Church	Tucson, AZ 85704	1,515.00	House of Worship
The Drawing Studio	Tucson, AZ 85705	3,750.00	Culture/Recreate
Drexel Elementary School	Tucson, AZ 85706	1,500.00	Educ/Personl Dev
EarthJustice Legal Defense Fund	Oakland, CA 94612-2820	500.00	Comm Enh/Environ
Educational Enrichment Foundation	Tucson, AZ 85716	9,100.00	Educ/Personl Dev
El Paso Coalition for the Homeless: Opportuni	El Paso, TX 79941	7,500.00	Health/Human Ser
El Paso Community Foundation	El Paso, TX 79901	7,500.00	Comm Enh/Environ
El Rio Health Center Foundation, Inc.	Tucson, AZ 85745	6,000.00	Health/Human Ser
Esperanza Steps "4" Success Preschool	Tucson, AZ 85706	2,000.00	Educ/Personl Dev
F. O. Holaway Elementary School	Tucson, AZ 85719	2,000.00	Educ/Personl Dev
Family Counseling Agency of Tucson, Inc.	Tucson, AZ 85716-5522	13,208.00	Health/Human Ser
Family Health Center	Patagonia, AZ 85624	5,000.00	Health/Human Ser
FARWC, Inc.	Tucson, AZ 85750	4,478.00	Health/Human Ser
First Presbyterian Church	Chillicothe, MO 64601	3,000.00	House of Worship
Focus on the Family	Colorado Springs, CO 80920	1,100.00	Educ/Personl Dev
Fred & Helen Wolfe Music Scholarship	.	2,400.00	Comm Enh/Environ
Friends of Public Radio Arizona	Tempe, AZ 85281	100.00	Culture/Recreate
Friends of the Tucson-Pima Public Library, In	Tucson, AZ 85733	1,000.00	Educ/Personl Dev
Friends of Western Art	Tucson, AZ 85728	75.00	Culture/Recreate
Fundacion del Empresariado Sonorense, A.C.	Nogales, AZ 85628	1,960.00	Comm Enh/Environ
Funhouse Movement Theater	Tucson, AZ 85749-7814	500.00	Culture/Recreate
Georgetown University/Office of Student Finan	Washington, DC 20057-1252	1,200.00	Educ/Personl Dev
Mr. Karen Gialle	Tucson, AZ 85737	50.00	Health/Human Ser
GlobalWorks Foundation	Washington, DC 20005	15,000.00	Health/Human Ser
Gay, Lesbian, Straight Education Network (GLS	Tucson, AZ 85745	2,100.00	Educ/Personl Dev
Goodwill Industries of Tucson, Inc.	Tucson, AZ 85713	15,634.86	Health/Human Ser
Grand Canyon Trust	Flagstaff, AZ 86001	250.00	Comm Enh/Environ
Greater Minneapolis Girl Scout Council	Brooklyn Center, MN 55429	200.00	Educ/Personl Dev
Greater Tucson Leadership	Tucson, AZ 85711	2,604.27	Educ/Personl Dev
Green Valley Community Fund	Green Valley, AZ 85622	1,500.00	Comm Enh/Environ

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Part II - Grants and Allocations

Green Valley Community Food Bank	Green Valley, AZ 85614	1,500.00	Health/Human Ser
Habbjach - Dollars For Scholars	Tucson, AZ 85750	2,000.00	Educ/Personl Dev
Habitat For Humanity International/Tucson	Tucson, AZ 85705	12,239.40	Health/Human Ser
Hadassah	Boca Raton, FL 33431	1,000.00	Comm Enh/Environ
Handi-Dogs, Inc.	Tucson, AZ 85710-3797	4,750.00	Comm Enh/Environ
Hanover Review Inc.	Hanover, NH 03755-0343	200.00	Educ/Personl Dev
Harvard College	Cambridge, MA 02138-5795	350.00	Educ/Personl Dev
Henry Elementary School	Tucson, AZ 85710	2,000.00	Educ/Personl Dev
Heritage Foundation	Washington, DC 20002	1,000.00	Educ/Personl Dev
Hermitage No-Kill Cat Shelter	Tucson, AZ 85732	5,375.00	Comm Enh/Environ
Hershey Medical Center	Hershey, PA 17033-0850	25,500.00	Health/Human Ser
Hillel Foundation	Tucson, AZ 85719	1,000.00	Culture/Recreate
Hilltop Gallery/Patrons of the Arts, Inc.	Nogales, AZ 85628-0533	1,250.00	Culture/Recreate
Hispanic Women's Corporation	Phoenix, AZ 85018	5,000.00	Educ/Personl Dev
SSgt Stacy M. Hoegger	Tucson, AZ 85719	700.00	Educ/Personl Dev
Holland Chamber Orchestra, Inc.	Holland, MI 49423	500.00	Culture/Recreate
Holland Community Hospital	Holland, MI 49423	3,000.00	Health/Human Ser
Hope Church	Holland, MI 49423	1,000.00	House of Worship
Hope College	Holland, MI 49422-9000	15,000.00	Educ/Personl Dev
Hospice of Holland, Inc.	Holland, MI 49423	1,000.00	Health/Human Ser
Dolores C. Huerta Foundation	Bakersfield, CA 93309	500.00	Comm Enh/Environ
Humane Society of Southern Arizona	Tucson, AZ 85716-1326	5,576.90	Comm Enh/Environ
Immaculate Heart High School	Tucson, AZ 85704-7298	5,300.00	Educ/Personl Dev
Information & Referral Services, Inc.	Tucson, AZ 85716	1,871.04	Comm Enh/Environ
Interfaith Community Services	Tucson, AZ 85741-2502	1,391.00	Health/Human Ser
Interlochen Center for the Arts	Interlochen, MI 49643-0199	500.00	Culture/Recreate
Isaac M. Wise Temple	Cincinnati, OH 45236	300.00	House of Worship
Jewish Community Foundation of Southern Arizo	Tucson, AZ 85718-6635	108.00	Comm Enh/Environ
Jewish Family & Children's Service of Souther	Tucson, AZ 85711-2016	5,285.00	Health/Human Ser
Jewish Federation of Southern Arizona	Tucson, AZ 85718-6665	28,850.00	Comm Enh/Environ
JobPath	Tucson, AZ 85711	250.00	Health/Human Ser
John B. Wright Elementary School	Tucson, AZ 85712	1,985.00	Educ/Personl Dev
KUAT Communications Group	Tucson, AZ 85721	200.00	Culture/Recreate
KUAT Radio	Tucson, AZ 85726-8821	162.00	Culture/Recreate
KUAT Television	Tucson, AZ 85726-8821	1,850.00	Culture/Recreate
L. M. Prince Elementary School	Tucson, AZ 85705	500.00	Educ/Personl Dev
La Pilita Association	Tucson, AZ 85701	5,250.00	Culture/Recreate
La Posada at Park Centre, Inc.	Green Valley, AZ 85614-9969	13,000.00	Health/Human Ser
Laramie County Community College Foundation	Cheyenne, WY 82007	50,000.00	Educ/Personl Dev
Lawrence Woodmere Academy	Woodmere, NY 11598-2066	150.00	Educ/Personl Dev
Lee & Beulah Moor Children's Home	El Paso, TX 79902	7,500.00	Health/Human Ser
Library FANS	Nogales, AZ 85621	1,306.00	Educ/Personl Dev
Linkages	Tucson, AZ 85713	500.00	Health/Human Ser
Literacy Volunteers of Tucson	Tucson, AZ 85719-1531	6,000.00	Educ/Personl Dev
Lohse Family YMCA	Tucson, AZ 85701	1,500.00	Educ/Personl Dev
Ms. Faitha Lowe-Bailey	Tucson, AZ 85719	300.00	Culture/Recreate
MAKE WAY FOR BOOKS	Tucson, AZ 85712	1,188.00	Educ/Personl Dev
Marine Mammal Center	Sausalito, CA 94965-2609	500.00	Comm Enh/Environ
Mariposa Community Health Center	Nogales, AZ 85621	4,335.00	Health/Human Ser
Massachusetts Institute of Technology	Cambridge, MA 02139-4307	1,200.00	Educ/Personl Dev
Mr. Edward McCain	Tucson, AZ 85701	1,000.00	Culture/Recreate
Memorial Sloan-Kettering Cancer Center	New York, NY 10131	250.00	Health/Human Ser
Microbusiness Advancement Center of Southern	Tucson, AZ 85733	10,745.00	Educ/Personl Dev
Miller Elementary School	Tucson, AZ 85746	1,000.00	Educ/Personl Dev
Milliken Memorial Community House	Elkton, KY 42220	2,000.00	Culture/Recreate
Miracle Square, Inc.	Tucson, AZ 85705-4325	5,000.00	Health/Human Ser
Mission Helpers of the Sacred Heart	Baltimore, MD 21204	2,000.00	Comm Enh/Environ
Mission to the World	Atlanta, GA 30368	2,400.00	House of Worship
Missouri Colleges Fund Inc.	Jefferson City, MO 65109	1,500.00	Educ/Personl Dev

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Mount Saviour Monastery	Pine City, NY 14871-9787	2,000.00	House of Worship
MountainView Library	Saddlebrooke, AZ 85739	1,500.00	Educ/Personl Dev
Munson Hospice	Traverse City, MI 49684	1,000.00	Health/Human Ser
Muscular Dystrophy Association	Tucson, AZ 85741	25.00	Health/Human Ser
Nash Elementary School	Tucson, AZ 85705-4237	3,944.00	Educ/Personl Dev
National Foundation for Jewish Culture	New York, NY 10001	500.00	Culture/Recreate
National Parks Conservation Association	Washington, DC 20036	100.00	Comm Enh/Environ
National Resources Defense Council	Washington, DC 20090-6048	500.00	Comm Enh/Environ
National Society of Arts and Letters	Jacksonville, FL 32257	11,172.65	Culture/Recreate
National Staff Development Council	Oxford, OH 45056	6,878.85	Educ/Personl Dev
National Wildlife Federation	Reston, VA 20190-5362	500.00	Comm Enh/Environ
Nature Conservancy, Arizona Chapter	Tucson, AZ 85719	2,437.50	Comm Enh/Environ
Naval War College Foundation, Inc.	Newport, RI 02841-1207	2,000.00	Educ/Personl Dev
Nellie B. Covert School	Tucson, AZ 85713	2,000.00	Educ/Personl Dev
Nest, Inc.	Tucson, AZ 85732-4496	600.00	Comm Enh/Environ
New Beginnings for Women and Children	Tucson, AZ 85712	15,500.00	Health/Human Ser
New Parents Network	Tucson, AZ 85728	1,000.00	Educ/Personl Dev
New York University School of Law	New York, NY 10013-1205	1,000.00	Educ/Personl Dev
New York University/Office of the Bursar	New York, NY 10003-4475	1,200.00	Educ/Personl Dev
Northern Arizona University	Flagstaff, AZ 86011-0001	4,000.00	Educ/Personl Dev
Northern Arizona University Foundation, Inc.	Tucson, AZ 85719	1,500.00	Educ/Personl Dev
Old Fort Lowell Live-At-Home Program, Inc.	Tucson, AZ 85732-4633	250.00	Comm Enh/Environ
Open Inn, Inc.	Tucson, AZ 85705	2,500.00	Health/Human Ser
Opening Minds Through The Arts, Inc.	Tucson, AZ 85717	11,563.00	Culture/Recreate
Our Saviour's Lutheran Church	Tucson, AZ 85719	205.00	House of Worship
OUR TOWN Family Center, Inc.	Tucson, AZ 85716	15,000.00	Health/Human Ser
Ms. Priya Palekar	Tempe, AZ 85283	2,000.00	Culture/Recreate
Pan Asian Community Alliance	Tucson, AZ 85711	6,000.00	Comm Enh/Environ
Parent Aid-Child Abuse Prevention Center	Tucson, AZ 85713	2,843.86	Health/Human Ser
Patagonia Creative Arts Association	Patagonia, AZ 85624	3,000.00	Culture/Recreate
Patronato San Xavier	Tucson, AZ 85702	18,194.00	Culture/Recreate
Paul Oliver Memorial Hospital Foundation	Frankfort, MI 49635	3,000.00	Health/Human Ser
Pena Blanca Elementary School	Rio Rico, AZ 85468	3,000.00	Educ/Personl Dev
People For Puget Sound	Seattle, WA 98104	2,500.00	Comm Enh/Environ
Perimeter Bicycling Association of America, I	Tucson, AZ 85716	50,000.00	Culture/Recreate
Parents, Families and Friends of Lesbians and	Tucson, AZ 85745	1,000.00	Educ/Personl Dev
Phyllis Stringham Concert Management	Waukesha, WI 53186	2,411.28	Culture/Recreate
Physicians for Social Responsibility	Washington, DC 20009	100.00	Health/Human Ser
Ms. Christina Pier	Miami, FL 33141	2,500.00	Culture/Recreate
Pima Community College Foundation, Inc.	Tucson, AZ 85709-1320	7,535.00	Educ/Personl Dev
Pima Council on Aging, Inc.	Tucson, AZ 85710	2,500.00	Health/Human Ser
Pima County Child Abuse Prevention Council	Tucson, AZ 85733	552.81	Health/Human Ser
Pimeria Alta Historical Society	Nogales, AZ 85628-2281	750.00	Culture/Recreate
Planned Parenthood of Southern Arizona	Tucson, AZ 85712	3,146.59	Health/Human Ser
Presbyterian USA	Pittsburgh, PA 15264-3700	750.00	House of Worship
Prescott College	Prescott, AZ 86301	2,000.00	Educ/Personl Dev
Primavera Foundation, Inc.	Tucson, AZ 85701	19,050.00	Health/Human Ser
Prime School, Inc.	Tucson, AZ 85716	1,700.00	Culture/Recreate
Pro Neighborhood Endowment Fund		16,209.00	Comm Enh/Environ
PRO Neighborhoods	Tucson, AZ 85745	360.00	Comm Enh/Environ
Purple Mountain Institute, Inc.	Tucson, AZ 85747	1,000.00	Health/Human Ser
Ms. Jennifer Quinlan	Vail, AZ 85641	50.00	Health/Human Ser
Rainbow Acres, Inc.	Camp Verde, AZ 86322	626.00	Health/Human Ser
Reasons To Believe	Pasadena, CA 91117	1,100.00	Educ/Personl Dev
Reveille Gay Men's Chorus	Tucson, AZ 85717-0271	500.00	Culture/Recreate
Richardson Elementary	Tucson, AZ 85741	1,300.00	Educ/Personl Dev
Rincon Mountain Presbyterian Church	Tucson, AZ 85715-3743	14,300.00	House of Worship
Rio Rico Youth Hoops	Rio Rico, AZ 85648	1,500.00	Culture/Recreate
Rio Vista Elementary School	Tucson, AZ 85719	2,771.00	Educ/Personl Dev

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RISE Incorporated	Tucson, AZ 85701	200.00	Health/Human Ser
Ronald McDonald House Charities of Southern A	Tucson, AZ 85719-4727	1,750.00	Health/Human Ser
Rotary Club of Tucson Foundation	Tucson, AZ 85728-4130	1,500.00	Comm Enh/Environ
Rotary Foundation of Foster City	Foster City, CA 94404	10,000.00	Comm Enh/Environ
Mr. Jonathan L. Rowe	Townsend, GA 31331	8,000.00	Educ/Personl Dev
Southern Arizona AIDS Foundation	Tucson, AZ 85719-6644	5,750.00	Health/Human Ser
Southern Arizona Association for the Visually	Tucson, AZ 85716-2935	4,738.00	Health/Human Ser
Southern Arizona Center Against Sexual Assaul	Tucson, AZ 85716	9,650.00	Health/Human Ser
SaddleBrooke Library	Tucson, AZ 85739	500.00	Educ/Personl Dev
Southern Arizona Gender Alliance	Tucson, AZ 85705	6,940.00	Educ/Personl Dev
Sahuaro Girl Scout Council, Inc.	Tucson, AZ 85711-3506	3,200.00	Educ/Personl Dev
Ms. Vanessa Salaz	New York, NY 10040	2,500.00	Culture/Recreate
The Salvation Army	Tucson, AZ 85716	13,126.58	Health/Human Ser
The Salvation Army - Holland	Holland, MI 49422	5,000.00	Health/Human Ser
San Simon Unified School District #18	San Simon, AZ 85632	1,997.00	Educ/Personl Dev
Santa Cruz Catholic School	Tucson, AZ 85713	5,000.00	Educ/Personl Dev
Santa Cruz Community Foundation	Nogales, AZ 85628	2,000.00	Comm Enh/Environ
Santa Cruz Humane Society, Inc.	Nogales, AZ 85621	1,800.00	Comm Enh/Environ
Santa Cruz Training Program, Inc.	Nogales, AZ 85628	2,000.00	Health/Human Ser
Science and Arts Academy	Des Plaines, IL 60016	377.00	Educ/Personl Dev
Second Chance Prison Canine Program	Tucson, AZ 85752-1157	500.00	Comm Enh/Environ
Senior Citizens of Livingston County Missouri	Chillicothe, MO 64601	1,000.00	Health/Human Ser
Skidmore College	Saratoga Springs, NY 12866-9	500.00	Educ/Personl Dev
The Sonoran Institute	Tucson, AZ 85710	400.00	Comm Enh/Environ
Southeast Arizona Area Health Education Cente	Nogales, AZ 85621	3,181.39	Health/Human Ser
Southern Arizona Legal Aid, Inc.	Tucson, AZ 85701-1720	6,040.00	Educ/Personl Dev
Arizona Special Olympics, Inc.	Phoenix, AZ 85014-5004	1,000.00	Health/Human Ser
Sportsmen's Fund	Tucson, AZ 85732-6141	250.00	Culture/Recreate
St. Alban's Episcopal Church	Tucson, AZ 85750	1,100.00	House of Worship
St. Andrew's Children's Clinic, Inc.	Nogales, AZ 85628	4,000.00	Health/Human Ser
St. Andrews Presbyterian Church	Beulah, MI 49617	1,000.00	House of Worship
St. Luke's Home, Inc.	Tucson, AZ 85705	1,000.00	Health/Human Ser
St. Phillip's In The Hills	Tucson, AZ 85728	1,090.00	House of Worship
St. Thomas the Apostle Catholic Church	Tucson, AZ 85718	569.70	House of Worship
Sudanese Promise Fund	Tucson, AZ 85718	2,843.86	Health/Human Ser
Sunstone Cancer Support Foundation	Tucson, AZ 85749	1,500.00	Health/Human Ser
Susan G. Komen Breast Cancer Foundation	Tucson, AZ 85732-4677	500.00	Health/Human Ser
Tanque Verde Schools Educational Enrichment F	Tucson, AZ 85749-9399	5,135.00	Educ/Personl Dev
Ms. Luci Tapahonso	Tucson, AZ 85750	1,000.00	Culture/Recreate
Teen Outreach Pregnancy Services	Tucson, AZ 85728	2,000.00	Health/Human Ser
Temple Emanu-El	Tucson, AZ 85716	5,481.00	House of Worship
Tending Sacred Circles	Tucson, AZ 85719-3838	1,000.00	Educ/Personl Dev
The Haven, Inc.	Tucson, AZ 85719	350.00	Health/Human Ser
Tohono Chul Park	Tucson, AZ 85704-4415	2,587.00	Comm Enh/Environ
Travelers Aid Society of Tucson, Inc.	Tucson, AZ 85713-6128	15,250.00	Health/Human Ser
Trinity Episcopal School for Ministry	Ambridge, PA 15003-2397	1,000.00	Educ/Personl Dev
Tu Nidito Children & Family Services	Tucson, AZ 85719	2,650.00	Health/Human Ser
Tucson Arts Coalition	Tucson, AZ 85713	1,755.00	Culture/Recreate
The Tucson Partnership, Inc.	Tucson, AZ 85702	1,000.00	Culture/Recreate
Tucson Audubon Society	Tucson, AZ 85705-7899	12,388.13	Comm Enh/Environ
Tucson Botanical Gardens	Tucson, AZ 85712	1,200.00	Culture/Recreate
Tucson Children's Museum, Inc.	Tucson, AZ 85702-2609	1,100.00	Culture/Recreate
Tucson Chinese Association	Tucson, AZ 85726	7,000.00	Culture/Recreate
Tucson Cinema Foundation	Tucson, AZ 85716	5,650.00	Culture/Recreate
Tucson Clean and Beautiful	Tucson, AZ 85726-7210	2,000.00	Comm Enh/Environ
Tucson Hebrew Academy	Tucson, AZ 85718	1,100.00	Educ/Personl Dev
Tucson Jewish Community Center	Tucson, AZ 85718-6600	1,650.00	Comm Enh/Environ
Tucson Museum of Art	Tucson, AZ 85701-8290	5,097.00	Culture/Recreate
Tucson Music Teachers Association	Tucson, AZ 85716	1,446.00	Culture/Recreate

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Tucson Pops Orchestra	Tucson, AZ 85732-4545	500.00	Culture/Recreate
Tucson Sunrise Foundation	Tucson, AZ 85728-4756	15,000.00	Comm Enh/Environ
Tucson Symphony Orchestra	Tucson, AZ 85705-5606	7,250.00	Culture/Recreate
Tucson Unified School District	Tucson, AZ 85719	200.00	Educ/Personl Dev
Tucson Urban League, Inc.	Tucson, AZ 85713-3644	5,000.00	Comm Enh/Environ
Tucson-Pima Library Foundation	Tucson, AZ 85732-3245	1,400.00	Educ/Personl Dev
United Community Health Center, Inc.	Green Valley, AZ 85614	1,000.00	Health/Human Ser
United Nations Association of Southern Arizon	Tucson, AZ 85712-5129	846.00	Health/Human Ser
United Way of Tucson and Southern Arizona	Tucson, AZ 85754	29,620.50	Comm Enh/Environ
University of Arizona/Scholarship Development	Tucson, AZ 85721	86,950.00	Educ/Personl Dev
University of Arizona	Tucson, AZ 85721-0096	4,800.00	Educ/Personl Dev
University of Arizona Foundation	Tucson, AZ 85721-0109	63,087.09	Educ/Personl Dev
University of Arkansas/Fulbright	Fayetteville, AR 72701	1,400.00	Educ/Personl Dev
University of British Columbia	Vancouver, BC, V6T 1Z3	800.00	Educ/Personl Dev
University of California Regents	Sacramento, CA 95817	2,000.00	Educ/Personl Dev
University of California, Berkeley	Berkeley, CA 94720-1960	1,200.00	Educ/Personl Dev
University of Massachusetts, Landscape Archit	Amherst, MA 01003-9328	3,000.00	Educ/Personl Dev
University of Notre Dame	Notre Dame, IN 46556	4,300.00	Educ/Personl Dev
University of San Diego/Students Accounts Off	San Diego, CA 92110	2,500.00	Educ/Personl Dev
Up With People	Denver, CO 80202	3,556.17	Culture/Recreate
UTEP Centennial Museum & Desert Gardens	El Paso, TX 79968-0533	6,922.00	Culture/Recreate
UTEP Library	El Paso, TX 79968-0582	7,500.00	Educ/Personl Dev
Vancouver Aquarium Marine Science Centre	Vancouver, BC, V6B 3X8	1,700.00	Culture/Recreate
Voices for Education - Arizona Children First	Tucson, AZ 85733	1,770.00	Educ/Personl Dev
Volunteer Center of Tucson, Inc.	Tucson, AZ 85711	6,395.00	Comm Enh/Environ
VSA Arts of Arizona, Inc.	Tucson, AZ 85716-1415	688.00	Culture/Recreate
Wentworth Military Academy	Lexington, MO 64067	1,500.00	Educ/Personl Dev
White Elementary School	Tucson, AZ 85726	1,517.00	Educ/Personl Dev
Wingspan	Tucson, AZ 85705	18,500.00	Educ/Personl Dev
Women's Foundation of Southern Arizona	Tucson, AZ 85719	6,142.96	Comm Enh/Environ
World Care	Tucson, AZ 85728	1,000.00	Health/Human Ser
World Wildlife Fund	Washington, DC 20037	500.00	Comm Enh/Environ
Wycliffe Bible Translators, Inc.	Orlando, FL 32862-8200	1,000.00	Educ/Personl Dev
Young Women's Christian Association	Tucson, AZ 85705-8400	8,845.50	Educ/Personl Dev
Youth On Their Own	Tucson, AZ 85705-3037	13,500.00	Educ/Personl Dev
Zonta Foundation of Nogales	Nogales, AZ 85621	2,400.00	Comm Enh/Environ
		1,557,463.11	
	Various	1,284.00	
	Total Grants	<u>1,558,547.00</u>	

Statement 4 (continued)
Form 990, Part II, Line 22
Grants and AllocationsCash Grants and Allocations

Amount Given: \$ 1,201,569.

Donee's Name: El Rio Santa Cruz Neighborhood
Clinic
Donee's Address: Tucson, AZ

Relationship of Donee: Contractor/subcontractor

Amount Given: 730,221.

Donee's Name: Various smaller subcontractors
Tucson, AZ

Relationship of Donee: Contractor/subcontractor

Amount Given: 8,285.

Total Grants and Allocations \$ 3,615,757.Statement 5
Form 990, Part III
Organization's Primary Exempt Purpose

To encourage charitable giving to needy organizations of Southern Arizona

Statement 6
Form 990, Part III, Line a
Statement of Program Service Accomplishments

Description	Grants and Allocations	Program Service Expenses
Community Foundation for Southern Arizona (CFSA) promotes the work of civic, cultural and educational organizations in Tucson, AZ. CFSA accomplishes this mission by aiding or administering fund raising drives, accepting and holding monies or other property that may be acquired by will, gift or otherwise, and by making contributions to other non-profit entities for use in the general interest of charity, philanthropy, education or welfare.	3,615,757.	4,437,305.
	<u>\$ 3,615,757.</u>	<u>\$ 4,437,305.</u>

Statement 7
Form 990, Part IV, Line 54
Investments - Securities

<u>Corporate Bonds</u>	<u>Valuation Method</u>	<u>Amount</u>
Corporate Bonds	Market Value	\$ 2,903,912.
	Total	\$ 2,903,912.
<u>U.S. Government Obligations</u>	<u>Valuation Method</u>	<u>Amount</u>
U.S. Treasury Obligations	Market Value	4,035,500.
	Total	\$ 4,035,500.
Total Investments - Securities		<u>\$ 6,939,412.</u>

Statement 8
Form 990, Part IV, Line 56
Investments - Other

<u>Description of Investment</u>	<u>Valuation Method</u>	<u>Book Value</u>
Equity securities	Cost	\$ 24,314,827.
Investment in limited partnerships	Market Value	7,509.
	Total	<u>\$ 24,322,336.</u>

Statement 9
Form 990, Part IV, Line 57
Land, Buildings, and Equipment

<u>Category</u>	<u>Basis</u>	<u>Accum. Deprec.</u>	<u>Book Value</u>
Furniture and Fixtures	\$ 30,510.	\$ 25,687.	\$ 4,823.
Machinery and Equipment	17,985.	17,985.	0.
Miscellaneous	80,129.	75,975.	4,154.
Total	<u>\$ 128,624.</u>	<u>\$ 119,647.</u>	<u>\$ 8,977.</u>

Statement 10
Form 990, Part IV, Line 58
Other Assets

Interest receivable	\$ 117,588.
Other assets	75,450.
Total	<u>\$ 193,038.</u>

Statement 11
Form 990, Part IV, Line 65
Other Liabilities

Due to other agencies.....	\$ 3,108,199.
Total	<u>\$ 3,108,199.</u>

Statement 12
Form 990, Part IV-A, Line b(4)
Other Amounts

Interfund fees eliminated.....	\$ -850,709.
Revenues of affiliated entities.....	2,486,901.
Total	<u>\$ 1,636,192.</u>

Statement 13
Form 990, Part IV-A, Line d(2)
Other Amounts

Affiliate transfers reported as contrib.....	\$ 45,376.
Cost of special events.....	-27,207.
Realized gain on security sales.....	143,971.
Total	<u>\$ 162,140.</u>

Statement 14
Form 990, Part IV-B, Line b(4)
Other Amounts

Cost of special events.....	\$ 27,207.
Expenses of affiliated entities.....	2,150,788.
Interfund fees eliminated.....	-850,709.
Total	<u>\$ 1,327,286.</u>

Statement 15
Form 990, Part V
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compen- sation	Contri- bution to EBP & DC	Expense Account/ Other
Steve Alley 2250 East Broadway Tucson, AZ 85719	CEO/ President 40 - 60	\$ 107,000.	\$ 3,240.	\$ 0.
Laura Almquist 2250 E. Broadway Tucson, AZ 85719	Director 0-2	0.	0.	0.

Statement 15 (continued)
Form 990, Part V
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compensation	Contribution to EBP & DC	Expense Account/ Other
Jane Amari 2250 E. Broadway Tucson, AZ 85719	Director 0-2	\$ 0.	\$ 0.	\$ 0.
Philip Amos 2250 E. Broadway Tucson, AZ 85719	Director 0-2	0.	0.	0.
Judith Brown 2250 E. Broadway Tucson, AZ 85719	Director 0-2	0.	0.	0.
Mary Brown 2250 E. Broadway Tucson, AZ 85719	Director 0-2	0.	0.	0.
Shirley Chann 2250 E. Broadway Tucson, AZ 85719	Director 0-2	0.	0.	0.
Nancy Davis 2250 E. Broadway Tucson, AZ 85719	Director 0-2	0.	0.	0.
Antonio Dabudoub 2250 E. Broadway Tucson, AZ 85719	Director 0-2	0.	0.	0.
Bill Gaylord 2250 E. Broadway Tucson, AZ 85719	Director 0-2	0.	0.	0.
Hon Patricia Escher 2250 E. Broadway Tucson, AZ 85719	Director 0-2	0.	0.	0.
Cindy Godwin 2250 E. Broadway Tucson, AZ 85719	Director 0-2	0.	0.	0.
Robert Friesen 2250 E. Broadway Tucson, AZ 85719	Chairman 5-10	0.	0.	0.
Eugene Giessler 2250 E. Broadway Tucson, AZ 85719	Director 0-2	0.	0.	0.

Statement 15 (continued)
Form 990, Part V
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compensation</u>	<u>Contri- bution to EBP & DC</u>	<u>Expense Account/ Other</u>
James Glasser 2250 E. Broadway Tucson, AZ 85719	Director 0-2	\$ 0.	\$ 0.	\$ 0.
Carmen Marriott 2250 E. Broadway Tucson, AZ 85719	Vice Chair 0-2	0.	0.	0.
Gerald Miron 2250 E. Broadway Tucson, AZ 85719	CFO 0-2	0.	0.	0.
Jonathan Rothschild 2250 E. Broadway Tucson, AZ 85719	Director 0-2	0.	0.	0.
Anita Royal 2250 E. Broadway Tucson, AZ 85719	Director 0-2	0.	0.	0.
Richard Ward 2250 E. Broadway Tucson, AZ 85719	Director 0-2	0.	0.	0.
Carl Cooper 2250 E. Broadway Tucson, AZ 85719	Ex-Officio 0-2	0.	0.	0.
Total		\$ 107,000.	\$ 3,240.	\$ 0.

Statement 16
Form 990, Part VI, Line 80b
Related Organizations

<u>Name of Organization</u>	<u>Exempt</u>	<u>Nonexempt</u>
Amazon Foundation	X	
CFSA Properties Inc.	X	
Comm Fndn Pooled Income Fund	X	
I Have A Dream Foundation	X	
John Madden & Barbara Darrall Foundation	X	
Melody S. Robidoux Fndn	X	
The Knisely Family Foundation, Inc.	X	
The Thomas R Brown Family Foundation	X	
The Worth & Dot Howard Foundation	X	
William Hall Foundation	X	
Women's Foundation of Southern Arizona	X	

Statement 17
Schedule A, Part III, Line 3
Qualifications of Recipients Receiving Grants or Loans

All potential grantees are required, prior to receipt of payments on any grant, to provide the Foundation with a copy of a current 501(c)(3) exempt letter and to indicate that the organization is also described in Section 509 (A)(1), (2) or (3) as an organization that is not a private foundation. Grantees are selected, in some instances, by donors in accordance with restrictions in their fund agreement.

In other cases, recipients are selected by a grants committee which reviews proposals, conducts site visits and makes selections.

Statement 18
Schedule A, Part IV-A, Line 22
Other Income

Description	(a) 2003	(b) 2002	(c) 2001	(d) 2000	(e) Total
Other revenue	\$ 23,350.	\$ 41,483.	\$ 17,880.	\$ 33,731.	\$ 116,444.
Total	<u>\$ 23,350.</u>	<u>\$ 41,483.</u>	<u>\$ 17,880.</u>	<u>\$ 33,731.</u>	<u>\$ 116,444.</u>

For taxable year beginning 07/01/2004, and ending 06/30/2005

Mail to: Arizona Department of Revenue, PO Box 29079, Phoenix AZ 85038-9079

CHECK ONE:

Original ☒ Amended ☐

CHECK ONE:

Calendar year ☐ Fiscal year ☒

Employer identification number (EIN)

94-2681765

AZ withholding tax number

AZ transaction privilege tax number

Business telephone number

520-770-0800

Please
Type
or
Print

Name

COMMUNITY FOUNDATION FOR SOUTHERN ARIZONA

Number and street or PO Box

2250 EAST BROADWAY BLVD

City or town, state and ZIP code

TUCSON, AZ 85719

CLIENT'S COPY

Check box if: ☐ This is a first return ☐ Name change ☐ Address change

FOR DOR USE ONLY

A Date Arizona operations began 11/26/1982B Nature of Arizona activities CHARITABLEC Check federal form filed: ☒ 990 ☐ 990-EZ ☐ Other (specify) _____

Attach copy of federal return.

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Sources of Income	1	Gross sales or receipts from business activities.....	1	See	00
	2	Less: Cost of goods sold or of operations - attach itemized statement	2	Attached	00
	3	Gross profit from business activities - subtract line 2 from line 1	3	0	00
	4	Interest.....	4	Federal	00
	5	Dividends.....	5	Form 990	00
	6	Rents and royalties.....	6		00
	7	Gain or (loss) from sales of assets, excluding inventory items.....	7		00
	8	Dues, assessments, etc., from members.....	8		00
	9	Dues, assessments, etc., from affiliated organizations	9		00
	10	Contributions, gifts, grants, etc., received	10		00
	11	Other income - attach itemized statement.....	11		00
	12	Total income - add lines 3 through 11.....	12		0 00
Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	13		00
	14	Salaries and wages - other than amounts included on line 2.....	14		00
	15	Interest.....	15		00
	16	Taxes.....	16		00
	17	Rent expense	17		00
	18	Depreciation - attach schedule	18		00
	19	Miscellaneous expenses - attach itemized statement	19		00
	20	Total expenses - add lines 13 through 19	20		0 00
	Disbursements from Current Income for the Organization's Exempt Purposes	21	Dues, assessments, etc., to affiliated corporations.....	21	
22		Contributions, gifts, grants, etc., paid.....	22		00
23		Benefit payments to or for members or their dependents:			
a.		Death, sickness, hospitalization, disability, or pension benefits	23a		00
b.		Other benefits.....	23b		00
24		Dividends and other distributions to members, shareholders, or depositors.....	24		00
25		Other.....	25		00
26	Total - add lines 21 through 25	26		0 00	
Disbursements from Principal for the Organization's Exempt Purposes	27	Dues, assessments, etc., to affiliated corporations.....	27		00
	28	Contributions, gifts, grants, etc., paid.....	28		00
	29	Benefit payments to or for members or their dependents:			
	a.	Death, sickness, hospitalization, disability, or pension benefits	29a		00
	b.	Other benefits.....	29b		00
	30	Dividends and other distributions to members, shareholders, or depositors.....	30		00
	31	Other.....	31		00
32	Total - add lines 27 through 31	32		0 00	
Other	33	Other disbursements not itemized above - attach schedule.....	33		00
Accumulation of Income	34	Accumulation of income in current year - line 12 minus the sum of lines 20, 26, 32, and 33	34		0 00
	35	Accumulation of income at beginning of year.....	35		00
	36	Accumulation of income at end of year - add lines 34 and 35.....	36		0 00
Penalty	37	Penalty for late filing or incomplete filing (\$500.00).....	37		00

THE EXEMPT ORGANIZATION IS SUBJECT TO A \$500 PENALTY IF THIS RETURN IS FILED LATE OR HAS NOT BEEN COMPLETED. ARS § 42-1125.K

Schedule A - Balance Sheet

Note: Amounts used in attached schedules and in this column should be end of year amounts.

(a)
Beginning of year(b)
End of year

Assets

A1	Cash		00	A1		00
A2a	Accounts receivable.....	A2a		00		
	b Less: allowance for doubtful accounts.....	A2b		00		
	c Line A2a less line A2b. Enter difference in column (b).....		00	A2c		0 00
A3a	Other notes and loans receivable - <i>attach schedule</i>	A3a		00		
	b Less: allowance for doubtful accounts.....	A3b		00		
	c Line A3a less line A3b. Enter difference in column (b).....		00	A3c		0 00
A4	Inventories		00	A4		00
A5	Investments (securities) - <i>attach schedule</i>		00	A5		00
A6	Investments (other) - <i>attach schedule</i>		00	A6		00
A7a	Land, buildings, and equipment; basis	A7a		00		
	b Less: accumulated depreciation - <i>attach schedule</i>	A7b		00		
	c Line A7a less line A7b. Enter difference in column (b).....		00	A7c		0 00
A8	Other assets - <i>describe</i>		00	A8		00
A9	Total assets - <i>add lines A1 through A8</i>		0 00	A9		0 00

Liabilities

A10	Accounts payable and accrued expenses		00	A10		00
A11	Mortgages and other notes payable - <i>attach schedule</i>		00	A11		00
A12	Other liabilities - <i>describe</i>		00	A12		00
A13	Total liabilities - <i>add lines A10 through A12</i>		0 00	A13		0 00

Net Assets

A14	Capital stock or trust principal.....		00	A14		00
A15	Paid-in or capital surplus.....		00	A15		00
A16	Retained earnings or accumulated income.....		00	A16		00
A17	Total net assets - <i>add lines A14 through A16</i>		0 00	A17		0 00
A18	Total liabilities and net assets - <i>add lines A13 and A17</i>		0 00	A18		0 00

Certification 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 a true, correct and complete return, made in good faith, for the taxable year stated pursuant to the income tax laws of the State of Arizona.

Please

Sign Here

Signature of officer

Date

Title

Paid

Preparer's

Use Only

Preparer's signature

Date

DEVRIES CPAS OF ARIZONA, P.C.

Firm's name (or preparer's, if self-employed)

86-0695888

Preparer's TIN

4349 E. 5TH STREET TUCSON, AZ

Firm's address

85711

Zip code



BY-LAWS OF COMMUNITY FOUNDATION FOR SOUTHERN ARIZONA, INC.

ARTICLE I

SECTION 1 - NAME The name of this non-profit Corporation is: **COMMUNITY FOUNDATION FOR SOUTHERN ARIZONA.**

SECTION 2 - PURPOSE The purpose for which this Corporation is organized is the transaction of any or all lawful business of which a non-profit corporation may be incorporated under the laws of the State of Arizona, as they may be amended from time to time, including, but not limited to, the promotion of activities which will enrich the communities of Southern Arizona that are deemed charitable within the meaning of Sections 501(c)(3), 170(c)(1) and 170(c)(2), of the Internal Revenue Code of 1954, and the making of distributions to organizations that qualify as exempt organizations under said Sections (or the corresponding provisions of any future U.S. Internal Revenue Law).

SECTION 3 - COMMITMENT TO DIVERSITY The resources needed to accomplish the purpose of the Corporation are both philanthropic and human, and are to be found in the multicultural diversity of people and experiences in this area. As diversity is defined, practiced and planned for, it is to be incorporated in all that this Corporation does. For the board, with the staff, and in policies and community relations, this will be focused on as a basic cornerstone of the Corporation, with the conviction that all of the Corporation's activities must reflect and represent the strengths of the entire community and with the belief that diversity is the defining principle of a community foundation.

ARTICLE II

SECTION 1 - MEMBERSHIP The Corporation shall not be a membership corporation and shall have no members.

SECTION 4 - SECRETARY The Secretary shall keep a record of the minutes of all meetings of the Corporation, the Board of Trustees and a record of the reports of committees appointed by the boards and their officers.

SECTION 5 - DELEGATION OF OFFICER'S POWERS AND DUTIES In case of absence or inability to act of any officer of the Corporation and of any person herein authorized to act in his place, the Board of Trustees may from time to time delegate the powers or duties of such officer to any other officer or any trustee or other person whom it may select.

SECTION 6 - TERM AND REMOVAL OF OFFICERS

- a) The term of office of officers shall be one year. An officer shall not serve more than two years in the same office. The officers of the Corporation shall hold office until their terms expire or until their earlier resignation or removal. Any officer elected or appointed by the Board of Trustees may be removed at any time, with or without cause, by the affirmative vote of a majority of the duly elected Board of Trustees.
- b) If, due to an amendment to these By-Laws, the term of a previously elected officer becomes scheduled to expire in a month when there is no annual meeting, the term of that officer shall be automatically extended until the next annual meeting.

SECTION 7 - BONDING The Board of Trustees may, by resolution, require any and all of the officers to give bonds to the Corporation, with sufficient surety or sureties, conditioned for the faithful performance of the duties of their respective offices and to comply with such other conditions as may from time to time be required by the Board of Trustees.

SECTION 8 - POWERS OF BOARD IN DISTRIBUTIONS AND FOR INVESTMENT ADVICE
The Board of Trustees shall have the power:

- (a) To modify restrictions or conditions on the distribution of funds for any specified charitable purposes or to specified organizations if in the sole judgment of the Board (without the necessity of the approval of any trustee, custodian or agent), such restriction or condition becomes unnecessary, incapable of fulfillment, or inconsistent with the charitable needs of Southern Arizona, and
- b) To replace any participating investment advisor, custodian or agent for breach of fiduciary duty under Arizona laws, and

ARTICLE III

SECTION 1 - GENERAL AUTHORITY OF BOARD The property and lawful business of the Corporation (including, but not by way of limitation, the selection of projects to be undertaken by the Corporation) shall be held and managed, respectively, by a Board of Trustees, as hereinafter provided. In addition to the powers and authority of these By-Laws and the Articles of Incorporation expressly conferred upon them, the Board of Trustees may exercise all such powers of the Corporation and do all such lawful acts and things which are not by statute or by Articles of Incorporation, or by these By-Laws, prohibited. Any natural person shall be eligible to be a trustee of this Foundation.

SECTION 2 - BOARD OF TRUSTEES Affairs of the Corporation shall be conducted by a Board of Trustees consisting of not less than fifteen (15) nor more than thirty-five (35) persons who are elected in accordance with the By-Laws of the Corporation. In addition to the elected Trustees, Legal Counsel to the Foundation and the chairperson of the advisory board of the Santa Cruz Community Foundation, an affiliate fund of the Foundation, shall be ex-officio, non-voting members of the Board of Trustees.

SECTION 3 - POWERS OF BOARD OF TRUSTEES Except as otherwise provided in the Articles of Incorporation, the Board of Trustees, by a majority vote of the entire duly elected Board of Trustees at a duly-convened meeting, shall have the power to adopt, amend and rescind By Laws for governing the Corporation, to fill vacancies occurring for any reason in the Board of Trustees, or in the officers of the Corporation, and to designate such powers and duties for corporate officers as are deemed appropriate.

SECTION 4 - TERM OF OFFICE

- a) The trustees of the Corporation shall be elected for three-year rotating terms, with approximately one-third being installed at each annual meeting of the Board of Trustees. The term of office of each trustee shall begin immediately following his/her installation and shall continue until his/her term expires or until his/her earlier resignation or removal.
- b) If, due to an amendment by these By-Laws, the term of a previously elected Trustee becomes scheduled to expire in a month when there is no annual meeting, the term of that Trustee shall be automatically extended until the next annual meeting.
- c) A trustee may be re-elected for a third consecutive three-year term, but may not be re-elected thereafter excepting after non-membership on the Board for a period of at least three (3) years

SECTION 5 - VACANCIES IN BOARD Vacancies may be filled by the trustees remaining in office, a quorum being present for such action. A member so appointed shall hold office for the balance of the term of the trustee replaced. Trustees appointed to fill vacancies may serve two (2) full three-year terms after completing the term to which they were appointed except when the vacancy filled was for a term of more than two (2) years.

SECTION 6 - NOMINATION The Committee on Trustees of the board shall be responsible for the nomination of trustees and officers.

SECTION 7 - OFFICERS The officers of the Corporation shall be a Chairperson, one or more Vice Chairpersons, a Secretary, and Treasurer, all of whom shall be elected by the Board of Trustees. In addition to the aforementioned officers, the Board of Trustees may, from time to time, elect such additional officers as are believed advisable. The officers shall be nominated by the Committee on Trustees of the Board and elected by the Board.

SECTION 8 - QUORUM OF BOARD One third plus two of the elected Trustees in office immediately before the meeting begins shall constitute a quorum for the transaction of business and the affirmative vote of a majority (but in no event less than one third plus two members) of the elected Trustees at a meeting at which a quorum is present shall be the act of such Board.

SECTION 9 - INVESTMENTS The Board of Trustees shall have full power to invest and reinvest all funds received by the Corporation and to make contributions, distributions and disbursements of same for the purposes set forth in Section 2, Article I hereof.

SECTION 10 – PRESIDENT / CEO The Board of Trustees may employ a President/CEO, who shall not be eligible to serve as a trustee. The President/CEO shall be the direct representative of the Board of Trustees and shall have general authority and responsibility for the operation of the Corporation, subject to supervision and direction of the Board through its officers and committees. The President/CEO shall have such powers and duties as are delegated by the Board from time to time and shall be responsible to the Board of Trustees for the administration of the Corporation's affairs and business. The President/CEO is designated as a non-voting ex-officio member of any or all committees.

SECTION 11 - HONORARY MEMBERSHIP ON BOARD Honorary membership on the Board of Trustees may from time to time be conferred upon any person by the Board. Honorary members shall not be entitled to vote on matters coming before the Board.

SECTION 12 - REMOVAL OF BOARD MEMBER A member of the Board of Trustees may be removed from office by a majority vote of the duly elected members of the Board provided that ten days notice of such proposed action is given to all Board members prior to the Regular or Special meeting at which the removal of a trustee is proposed.

SECTION 13 - COMMITTEES The Board of Trustees, by resolution adopted by a majority of the Trustees in office, may designate and appoint such standing or temporary committees as are deemed appropriate and may invest such committees with such powers as it may see fit.

The Board of Trustees shall have the power at any time to fill vacancies in, to change the size or membership of, and to discharge any committee. Each committee shall have and may exercise such power as is set forth in these By-Laws or as may be conferred or authorized by the resolution appointing it. The designation and appointment of any committees and the delegation thereto of authority shall not operate to relieve the Board of Trustees or any individual trustee of any responsibility imposed upon it or said trustee by law. The Chairperson shall appoint all committee chairpersons and those chairpersons shall appoint the members of their respective committees with all such appointments of chairpersons and members of the Committee on Trustees subject to approval by the Board of Trustees. The Chairperson shall be ex-officio member of all committees. The term of office of committee chairs shall be one year. Chairpersons of an Ad-Hoc committee who are not CFSA Trustees may be ex-officio of the board if approved by the Board of Trustees.

The Board shall initially have the following Committees:

- a) An **Executive Committee**, with responsibility to make necessary decisions between board meetings, to serve as sounding board for the President/CEO; to advise and assist the board Chairperson with the following: appointment of committee and subcommittee chairs, issuing of committee charges, monitoring of committee performance; to monitor board recommendations on overall foundation adherence to mission and broader policy directives; to develop and present to the board institutional diversity policies, goals and a plan to achieve same; to review and present to the board data that help measure the foundation's performance; to conduct an annual performance evaluation of the President/CEO on the basis of mutually agreed upon objectives and to determine the agreement and compensation for each year. This committee's membership is limited to officers; standing committee chairs designated by the Board Chairperson; up to 2 Members-at-Large who must be trustees, as designated by the Board Chairperson and the President/CEO. Any action of the Executive Committee must be approved by at least a majority of the duly elected members of the Executive Committee at a meeting or by written consent.
- b) A **Committee on Trustees**, charged with responsibility to prepare an annual profile of the board and to nominate new trustees and officers according to established criteria which recognizes, among other things, the diverse nature of our community; to evaluate the performance of board and individual trustees (and non-trustees serving on committees); to monitor the types, frequency, and quality of communications within the board; as necessary, to provide the board

with counsel and support in determining appropriate behavior to expect from individual trustees, to orient new trustees, to provide educational programs in community-foundation practice around the country for all trustees; to plan and implement regular retreats; to prepare and maintain a board policy and procedure manual, including an ethics policy; and to review the By-Laws for relevance and make recommendations for revisions as necessary. Membership shall be restricted to members of the board and shall include at least two members of the executive committee.

- c) A **Finance Committee** charged with: preparation and recommendation of the budget according to written guidelines; monthly review and reporting, according to written guidelines, of the foundation's revenues, expenditures, and bookkeeping and accounting procedures in a fashion consistent with good business practices; investigation of potential revenue sources; comparison of foundation performance with other community foundations and philanthropic groups around the nature. The treasurer shall act as chair of the committee.
- d) An **Investment Committee**, responsible for: making investments of foundation assets and monitoring the performance of same; development of recommendations on investment policy and procedure consistent with the foundation's stated philosophy and its mission; the monitoring of investments at other community foundations and in for-profit and charitable organizations accepting "endowments." Membership shall include the treasurer.
- e) A **Program Committee**, with responsibility for: recommending general and overall program policy to the board as to ensuring the consideration of diversity within the community in all program policies; monitoring implementation of policy; review of current community wide conditions and needs, including those of non-profit organizations; understanding of current and emerging community foundation practice and policy elsewhere in the country. Membership shall include at least one member of the executive committee, a member of the fund development and donor relations committees, and the chairs of the grants panels.
- f) A **Fund Development / Donor Relations / Marketing / Communications Committee**, responsible for: recommending and monitoring policies and procedures for establishment, maintenance, and oversight of funds, for appropriate reporting to donors; for cultivation of donors and donor prospects; for stimulating diversity in the community of foundation's donors; and for reviewing and making suggestions about foundation databases on donors and prospects. This committee is also charged with offering guidance in communicating the foundation's work and success to the community at large including: the external and internal environments for opportunities, challenges and emerging trends including tax law, socioeconomic and other community

changes. Membership shall include the chair of the professional advisory committee, at least one member each of the committees on finance and program. A Professional Advisory Committee shall be an advisory committee to the fund development/donor relations committee and is charged with informing and involving professional estate and financial planners.

- g) A **Personnel Committee**, with responsibility for: bringing to the board for its approval recommendations of personnel policies that include, among other things: active consideration of the need for diversity in employment; the review of all personnel policies developed by the President/CEO, monitoring implementation of that policy, and serving as a sounding board for the President/CEO in matters of organizational structure. Membership shall be restricted to trustees and should include at least one member of the executive committee. Its activity occurs in regular reviews of personnel policy and when that policy requires substantial revision.
- h) A **Plant / Facilities / Equipment Committee**, charged with making recommendations to the board relating to plant facility and equipment.

ARTICLE IV

OFFICERS

SECTION 1 - CHAIRPERSON The Chairperson shall preside at all meetings of the membership and of the Board of Trustees. The Chairperson shall sign and execute all authorized bonds, contracts or other obligations in the name of the Corporation; shall have the power to do and perform such other duties as from time to time may be assigned to the office by the Board of Trustees.

SECTION 2 - VICE CHAIRPERSON In case of the absence or disability of the Chairperson, the duties of that office shall be performed by the Vice Chairperson, except as may be limited by a vote of the Board of Trustees. In the event there is more than one Vice Chairperson the order of sequence shall be designated by the Board of Trustees at the time of election and they shall have such duties and responsibilities as may be conferred upon them by the Board of Trustees or delegated to them by the Chairperson.

SECTION 3 - TREASURER The Treasurer shall receive and keep an accurate account of all money and shall disburse same on the order of the Board of Trustees. For the faithful performance of the duties of Treasurer, the Treasurer shall indemnify the Corporation with surety bond in the amount to be designated by the Board of Trustees.

- c) To replace any participating investment advisor, custodian or agent for any reason including failure to produce over a reasonable period of time (as determined by the Board of Trustees) a reasonable (as determined by the Board of Trustees) return of net income (or appreciation when not inconsistent with the Foundation's need for current income), with due regard to safety of principal.

SECTION 9 - REPLACEMENT OF INVESTMENT ADVISOR Upon exercise of the power under subparagraphs (b) and (c) of Section 9 of this Article to replace an investment advisor custodian or agent, the Board of Trustees shall have the power to select a successor investment advisor, custodian or agent to which a fund or funds held by the former advisor/custodian shall be transferred.

ARTICLE V

SECTION 1 - MEETINGS OF THE BOARD OF TRUSTEES

- a) **ANNUAL MEETINGS** The annual meeting of the Board of Trustees shall be held in June. At the annual meeting the trustees shall transact such other business as may come before the meeting. The annual meeting shall be in the place and at the time specified in the notice of meeting. The Committee on Trustees shall annually determine the meeting date at which officers and Trustees are elected, and such date shall precede the Community Foundation's annual meeting by no more than four months. Installation for newly elected Trustees takes place at the annual meeting. Installation of officers shall take place following the annual meeting.
- b) **REGULAR MEETINGS** Regular meetings of the Board of Trustees may be held without notice at the principal office of the Corporation or at such other place or places as the Board of Trustees may from time to time designate.
- c) **SPECIAL MEETINGS** Special meetings of the Board of Trustees may be called at any time by the Chairperson, or by a Vice Chairperson, or by any two trustees, to be held at the principal office of the Corporation or at such other place or places as the trustees may from time to time designate.
- d) **NOTICE OF MEETING** Notice of a special meeting of the Board of Trustees shall be given to each trustee by 4 days' service of the same by FAX or by telegram or letter, personally addressed and sent to the last address of each trustee known to the Secretary.
- e) **ACTION WITHOUT MEETING** Any action required or permitted to be taken at any meeting of the Board of Trustees may be taken without a meeting if a consent in writing setting forth the action so taken, shall be signed by all

trustees of the corporation.

SECTION 2 - WAIVER OF NOTICE BY OFFICER OR TRUSTEE Waiver of any notice in writing signed by a trustee or officer, whether before or after the time stated in said waiver for holding a meeting, shall be deemed equivalent to a notice required to be given to any trustee or officer.

ARTICLE VI

GENERAL

SECTION 1 - COMPENSATION OF OFFICERS OR TRUSTEES No officer or trustee of this Corporation shall be entitled to or be paid any salary at any time. No part of the net income of the organization shall, in any way, inure to the benefit of any trustee of the Corporation and in the event of the dissolution of this Corporation, the property of the Corporation, if any, shall be distributed for some of the purposes for which the Corporation is organized and no part of such property shall be, in any event, the property of any of the officers of the Corporation. The Board of Trustees shall have the right to pay necessary operating expenses from the funds of or income contributed to or fees charged by the Foundation.

SECTION 2 - LEGISLATIVE ACTIVITIES This Corporation shall not engage in advocating or opposing pending or proposed legislation except as allowed by law.

ARTICLE VII

AUDIT

SECTION 1 - AUDITOR The accounts and finances of the Corporation shall be audited annually by such auditor as may be selected by the Board of Trustees, and said audit shall be submitted to the Board of Trustees for its approval.

SECTION 2 - ACCOUNTING YEAR The accounting year of the Corporation shall begin on the first day of July and end on the last day of June in each year.

ARTICLE VIII

AMENDMENTS AND ACTIONS OF BOARD AND MEMBERSHIP

SECTION 1 - AMENDMENT OF BY-LAWS AND ARTICLES OF INCORPORATION

Alteration, amendments or any effective action taken by the Board of Trustees with respect to these By-Laws and the Articles of Incorporation of the Corporation may be made at any Regular or Special Meeting of the Board of Trustees, PROVIDED that notice of such alteration or amendment has been given to said trustees at least 5 days prior to said meeting, and PROVIDED FURTHER that no alteration or amendment to these By-Laws or the Articles shall be made by action of the Board of Trustees which shall change the number of trustees or the powers of the Board of Trustees without affirmative vote of three quarters of the duly elected members of the Board.

ARTICLE IX

INDEMNIFICATION OF OFFICERS, TRUSTEES AND EMPLOYEES

The Corporation shall indemnify, to the maximum extent permitted by Arizona revised Statutes §10-1005(C), any person who is a party to, or is threatened to be made a part to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, or any threatened, pending or completed action or suit by or in the right of the Corporation to procure a judgment in its favor, by reason of the fact that he or she is or was a trustee, officer or employee of the Corporation or is or was serving at the request of the Corporation as a trustee, officer or employee of another corporation, partnership, joint venture, trust or other enterprise, against expenses, including attorneys' fees, and against judgments, fines and amounts paid in settlement to the extent permitted by law. Expenses, including attorneys' fees, incurred in defending a civil or criminal action, suit or proceeding may be paid by the Corporation in advance of the final disposition of any such action, suit or proceeding to the extent permitted by law.

The Corporation may, to the full extent then permitted by law and authorized by the trustees, purchase and maintain insurance on behalf of any officer, trustee or employee against any liability asserted against and incurred by any such person in any such capacity, or arising out of his or her status as such, whether or not the Corporation would have the power to indemnify such persona against such liability.

ARTICLE X

CONFLICT OF INTEREST

- a) Members of any Grants allocation Committee must declare a conflict of interest if they serve on the board of a potential grantee or if they are a paid staff person of a potential grantee. Member of the Board of Trustees must declare a conflict of interest if they serve on the Board or are a paid staff person of an organization seeking approval of a discretionary grant. when such a conflict is declared, that person cannot participate in discussion of or vote with respect to the conflicted matter.
- b) No Board or Committee member shall profit, either by fees or commissions, from an activity that he/she had any influence on the awarding of a contract or bid.
- c) Legal counsel for the Corporation may not serve both as legal counsel to the corporation and as legal counsel to a donor or any third party in any transaction involving both the Corporation and a donor or other third party.