

Form **990-PF**
 Department of the Treasury
 Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation
 Do not enter social security numbers on this form as it may be made public.
 Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052
2015
Open to Public Inspection

For calendar year 2015, or tax year beginning 01-01-2015, and ending 12-31-2015

Name of foundation Paso del Norte Health Foundation		A Employer identification number 74-1143071
Number and street (or P O box number if mail is not delivered to street address) 221 N Kansas St	Room/suite	B Telephone number (see instructions) (915) 544-7636
City or town, state or province, country, and ZIP or foreign postal code El Paso, TX 79901		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 215,868,174	J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)	106,930			
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	1,144,789	1,144,789		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	11,381,342			
b	Gross sales price for all assets on line 6a 27,068,231				
7	Capital gain net income (from Part IV, line 2)		11,332,380		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	4,995,394	4,875,783	93,860	
12	Total. Add lines 1 through 11	17,628,455	17,352,952	93,860	
13	Compensation of officers, directors, trustees, etc	467,339			460,650
14	Other employee salaries and wages	782,738	56,581	22,932	710,250
15	Pension plans, employee benefits	406,213	14,366		359,153
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	40,627			34,185
c	Other professional fees (attach schedule)	1,206,348	449,788		628,111
17	Interest				
18	Taxes (attach schedule) (see instructions)	30			
19	Depreciation (attach schedule) and depletion	133,182			
20	Occupancy	211,543		28,217	196,050
21	Travel, conferences, and meetings	62,944			62,260
22	Printing and publications	14,964			14,964
23	Other expenses (attach schedule)	1,264,010	865,947		355,374
24	Total operating and administrative expenses. Add lines 13 through 23	4,589,938	1,386,682	51,149	2,820,997
25	Contributions, gifts, grants paid	7,171,601			8,661,636
26	Total expenses and disbursements. Add lines 24 and 25	11,761,539	1,386,682	51,149	11,482,633
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	5,866,916			
b	Net investment income (if negative, enter -0-)		15,966,270		
c	Adjusted net income (if negative, enter -0-)			42,711	

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	122,049	97,003	97,003
	2 Savings and temporary cash investments	454,293	362,804	362,804
	3 Accounts receivable ▶ <u>61,823</u>			
	Less allowance for doubtful accounts ▶ _____	185,761	61,823	61,823
	4 Pledges receivable ▶ _____			
	Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions).			
	7 Other notes and loans receivable (attach schedule) ▶ _____			
	Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	27,990	27,051	27,051
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	24,084	11,588	11,588
	c Investments—corporate bonds (attach schedule)	47,677,981	47,827,915	47,827,915
	11 Investments—land, buildings, and equipment basis ▶ _____			
Less accumulated depreciation (attach schedule) ▶ _____				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)	177,694,182	166,566,480	166,566,480	
14 Land, buildings, and equipment basis ▶ <u>1,332,844</u>				
Less accumulated depreciation (attach schedule) ▶ <u>651,265</u>	795,837	681,579	681,579	
15 Other assets (describe ▶ _____)	206,934	231,931	231,931	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	227,189,111	215,868,174	215,868,174	
Liabilities	17 Accounts payable and accrued expenses	832,605	1,110,008	
	18 Grants payable	11,651,310	10,161,274	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)	647,528	971,321	
	23 Total liabilities (add lines 17 through 22)	13,131,443	12,242,603	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	214,033,668	203,598,321	
	25 Temporarily restricted	15,000	18,250	
	26 Permanently restricted	9,000	9,000	
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	214,057,668	203,625,571	
31 Total liabilities and net assets/fund balances (see instructions)	227,189,111	215,868,174		

Part III Analysis of Changes in Net Assets or Fund Balances			
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	214,057,668
2	Enter amount from Part I, line 27a	2	5,866,916
3	Other increases not included in line 2 (itemize) ▶ _____	3	288,500
4	Add lines 1, 2, and 3	4	220,213,084
5	Decreases not included in line 2 (itemize) ▶ _____	5	16,587,513
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	203,625,571

Part IV Capital Gains and Losses for Tax on Investment Income

Table with 4 columns: (a) 2-story brick warehouse, or common stock, 200 shs MLC Co; (b) How acquired; (c) Date acquired; (d) Date sold. Rows include Publicly-traded securities, Passthrough K-1 Capital Gain, Partnership distrib exceeding basis, Equipment no longer being used, BlueCrest Capital Management LP.

Table with 4 columns: (e) Gross sales price; (f) Depreciation allowed; (g) Cost or other basis plus expense of sale; (h) Gain or (loss) plus (f) minus (g). Rows a-e with values like 16,570,802, 7,452,874, 117,980, 2,877,613.

Table with 4 columns: (i) FMV as of 12/31/69; (j) Adjusted basis; (k) Excess of col (i) over col (j), if any; (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)). Rows a-e.

Summary rows 2 and 3. Row 2: Capital gain net income or (net capital loss). Row 3: Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).

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

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income) If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? [] Yes [x] No If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

Table with 4 columns: (a) Base period years Calendar year; (b) Adjusted qualifying distributions; (c) Net value of noncharitable-use assets; (d) Distribution ratio. Rows for years 2014, 2013, 2012, 2011, 2010.

Summary rows 2-8. Row 2: Total of line 1, column (d). Row 3: Average distribution ratio for the 5-year base period. Row 4: Enter the net value of noncharitable-use assets for 2015 from Part X, line 5. Row 5: Multiply line 4 by line 3. Row 6: Enter 1% of net investment income (1% of Part I, line 27b). Row 7: Add lines 5 and 6. Row 8: Enter qualifying distributions from Part XII, line 4.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

Table with 11 rows for excise tax calculation. Includes fields for exempt foundations, domestic foundations, tax under section 511, and tax due. Total amount owed is 663.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, unrelated business income, and substantial contributors. Yes/No columns for each question.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>www.pdnhf.org</u>	13	Yes	
14 The books are in care of ► <u>Marcela Garcia VP of Finance</u> Telephone no ► <u>(915) 544-7636</u> Located at ► <u>221 N Kansas St Ste 1900 El Paso TX</u> ZIP+4 ► <u>79901</u>			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here			<input type="checkbox"/>
and enter the amount of tax-exempt interest received or accrued during the year	15		
16 At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ►			

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

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

		Yes	No
1a During the year did the foundation (either directly or indirectly)			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		No
Organizations relying on a current notice regarding disaster assistance check here. ► <input type="checkbox"/>			
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c		No
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____			
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		No
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015</i>).	3b		No
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b		No

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here.

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Michael Kelly 221 N Kansas St Ste 1900 El Paso, TX 79901	VP Programs 40 00	131,865	27,499	
Enrique Mata 221 N Kansas St Ste 1900 El Paso, TX 79901	Sr Program Officer 40 00	110,014	25,233	
Sylvia Soto 221 N Kansas St Ste 1900 El Paso, TX 79901	Dir of Operations 40 00	73,910	19,389	
Ida Ortegon 221 N Kansas St Ste 1900 El Paso, TX 79901	Dir Communications 40 00	73,393	20,433	
Juanita Galaviz 221 N Kansas St Ste 1900 El Paso, TX 79901	Program Admin 40 00	70,233	15,623	
Total number of other employees paid over \$50,000. <input type="checkbox"/>				4

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

Part VIII

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
AON Hewitt Investment Consulting Inc 39584 Treasury Center Chicago, IL 60601	Investment consult	148,705
State Street One Lincoln Street 34th Floor Boston, MA 02111	Investment mgmt	126,218
Gagen MacDonald LLC 35 East Wacker Dr Ste 2350 Chicago, IL 60601	Strategic planning	117,100
MetWest 865 South Figueroa St Suite 1800 Los Angeles CA, CA 90017	Investment mgmt	113,202
Invesco 1555 Peachtree St NE Ste 1800 Atlanta, GA 30309	Investment mgmt	126,618
Total number of others receiving over \$50,000 for professional services. ▶		9

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
<p>1 REALIZE is a unique leadership experience to address regional health needs. The program includes assessments, two off-site experiences, executive coaching, and at least five cohort connect learning sessions. It was founded on a transformational leadership model and has graduated 40 participants with 20 more enrolled for 2015.</p>	280,010
<p>2 The Regional Health Plan Program is a special leadership project to develop a "Regional Strategic Framework." The development and launch of the Healthy Paso del Norte website (healthypasodelnorte.org) is a strategic tool in the development for a Regional Strategic Framework. The website provides health, economic, demographic, and other data for organizational strategic planning, goal setting, and proposal writing. It also allows easy access to funding opportunities, promising practice programs, and current health events within the region. Schools, hospitals, health departments, chambers of commerce, non-profit organizations, and many other groups can use the Healthy Paso del Norte website to investigate and document the health status of the Paso del Norte region.</p>	83,190
<p>3 El Paso Behavioral Health Consortium is an initiative working to improve the El Paso community behavioral health system. The Consortium's aim is to build ongoing collaboration where all partners are welcome, empowered, and unified to achieve a behavioral health system where people have access to the services they need, where and when they need them. The Foundation is a neutral facilitator for the Consortium. The Foundation's Senior Program Officer serves as the Executive Director for the Consortium.</p>	71,172
4	

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

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

Part X Minimum Investment Return

(All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	190,838,993
b	Average of monthly cash balances.	1b	276,186
c	Fair market value of all other assets (see instructions).	1c	35,784,165
d	Total (add lines 1a, b, and c).	1d	226,899,344
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	226,899,344
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	3,403,490
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	223,495,854
6	Minimum investment return. Enter 5% of line 5.	6	11,174,793

Part XI Distributable Amount
(see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	11,174,793
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	159,663
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	159,663
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	11,015,130
4	Recoveries of amounts treated as qualifying distributions.	4	122,094
5	Add lines 3 and 4.	5	11,137,224
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	11,137,224

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	11,482,633
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	18,969
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	11,501,602
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	159,663
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	11,341,939

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				11,137,224
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			11,028,027	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2015				
a From 2010.				
b From 2011.				
c From 2012.				
d From 2013.				
e From 2014.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2015 from Part XII, line 4 ► \$ <u>11,501,602</u>				
a Applied to 2014, but not more than line 2a			11,028,027	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2015 distributable amount.				473,575
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				10,663,649
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2011.				
b Excess from 2012.				
c Excess from 2013.				
d Excess from 2014.				
e Excess from 2015.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling. . . . ▶

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2015	(b) 2014	(c) 2013	(d) 2012	
b 85% of line 2a				
c Qualifying distributions from Part XII, line 4 for each year listed				
d Amounts included in line 2c not used directly for active conduct of exempt activities				
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.				
c "Support" alternative test—enter				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).				
(3) Largest amount of support from an exempt organization				
(4) Gross investment income				

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

- 1 Information Regarding Foundation Managers:**
- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
 - b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ▶ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

- a** The name, address, and telephone number or email address of the person to whom applications should be addressed
- b** The form in which applications should be submitted and information and materials they should include
- c** Any submission deadlines
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV Supplementary Information(continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See attachment for details State and zipcode entered for e-filing purposes, TX 79901	N/A		See attached	8,661,636
Total ▶ 3a				8,661,636
b <i>Approved for future payment</i> See attachment for details State and zipcode entered for e-filing purposes, TX 79901	N/A		See attached	3,988,218
Total ▶ 3b				3,988,218

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of

- (1) Cash.
(2) Other assets.

b Other transactions

- (1) Sales of assets to a noncharitable exempt organization.
(2) Purchases of assets from a noncharitable exempt organization.
(3) Rental of facilities, equipment, or other assets.
(4) Reimbursement arrangements.
(5) Loans or loan guarantees.
(6) Performance of services or membership or fundraising solicitations.

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

Table with 3 columns: Yes, No, and a column for sub-questions 1a(1), 1a(2), 1b(1) through 1b(6), and 1c.

Schedule table with 4 columns: (a) Line No, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? [X] No [] Yes

b If "Yes," complete the following schedule

Schedule table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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

Sign Here

Signature of officer or trustee: ***** Date: 2016-

Paid Preparer Use Only

Print/Type preparer's name: Jody Blazek; Preparer's Signature; Firm's name: Blazek & Vetterling; Firm's address: 2900 Wesleyan Suite 200 Houston, TX 770275132

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Myrna J Deckert 221 N Kansas St Ste 1900 El Paso, TX 79901	CEO 40 00	183,871	38,338	9,022
Jon Law 221 N Kansas St Ste 1900 El Paso, TX 79901	President 40 00	139,054	27,357	
Marcela Garcia 221 N Kansas St Ste 1900 El Paso, TX 79901	VP of Finance 40 00	144,413	24,660	
Carolyn L Mora 221 N Kansas St Ste 1900 El Paso, TX 79901	Board Chair 3 50	0		
Jose Pneto 221 N Kansas St Ste 1900 El Paso, TX 79901	Vice Chair 3 50	0		
Alan R Abbott 221 N Kansas St Ste 1900 El Paso, TX 79901	Director 3 50	0		
Sandra Sanchez Almanzan 221 N Kansas St Ste 1900 El Paso, TX 79901	Director 3 50	0		
Robert B Ash 221 N Kansas St Ste 1900 El Paso, TX 79901	Director 3 50	0		
Sharon Butterworth 221 N Kansas St Ste 1900 El Paso, TX 79901	Director 3 50	0		
Guadalupe Pita de La Vega 221 N Kansas St Ste 1900 El Paso, TX 79901	Director 3 50	0		
Bruce H Esterline 221 N Kansas St Ste 1900 El Paso, TX 79901	Director 3 50	0		
Allan M Goldfarb 221 N Kansas St Ste 1900 El Paso, TX 79901	Director 3 50	0		
Michael Miles 221 N Kansas St Ste 1900 El Paso, TX 79901	Director 3 50	0		
Manna Monsisvais 221 N Kansas St Ste 1900 El Paso, TX 79901	Director 3 50	0		
Hector Retta 221 N Kansas St Ste 1900 El Paso, TX 79901	Director 3 50	0		
Judy Robison 221 N Kansas St Ste 1900 El Paso, TX 79901	Director 3 50	0		
Lisa J Saenz 221 N Kansas St Ste 1900 El Paso, TX 79901	Director 3 50	0		
Benjamin Torres-Barron 221 N Kansas St Ste 1900 El Paso, TX 79901	Director 3 50	0		

TY 2015 Accounting Fees Schedule**Name:** Paso del Norte Health Foundation**EIN:** 74-1143071**Software ID:** 15000324**Software Version:** 2015v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Audit and tax compliance	40,627	0	0	34,185

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2015 Depreciation Schedule

Name: Paso del Norte Health Foundation

EIN: 74-1143071

Software ID: 15000324

Software Version: 2015v2.0

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
Leasehold improvements	2001-01-01	963,751	332,564	SL	10 0000	98,855			
Machinery & equipment	2001-01-01	100,491	168,390	SL	5 0000	12,085			
Furniture & fixtures	2001-01-01	244,366	106,598	SL	7 0000	22,018			
Software	2001-01-01	24,236	22,448	SL	3 0000	224			

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2015 Gain/Loss from Sale of Other Assets Schedule

Name: Paso del Norte Health Foundation

EIN: 74-1143071

Software ID: 15000324

Software Version: 2015v2.0

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
Passthrough K-1 Capital Gain					7,452,874		Cost		7,452,874	
Partnership distrib exceeding basis		Purchase			117,980		Cost		117,980	
Equipment no longer being used		Purchase				44	Cost		-44	
BlueCrest Capital Management LP	2011-12	Purchase	2015-07		2,877,613	2,500,000	Cost		377,613	

TY 2015 Investments Corporate Bonds Schedule**Name:** Paso del Norte Health Foundation**EIN:** 74-1143071**Software ID:** 15000324**Software Version:** 2015v2.0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
PIMCO Moderate Duration Fund	23,399,183	23,399,183
TCW/MetWest Intermediate Duration Fund	24,428,732	24,428,732

TY 2015 Investments Corporate Stock Schedule**Name:** Paso del Norte Health Foundation**EIN:** 74-1143071**Software ID:** 15000324**Software Version:** 2015v2.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
28 shs Krispy Kreme Doughnuts	271	271
728 shs Exterran Holdings Inc.	5,842	5,842
27 shs Archrock inc stock	5,475	5,475

TY 2015 Investments - Other Schedule**Name:** Paso del Norte Health Foundation**EIN:** 74-1143071**Software ID:** 15000324**Software Version:** 2015v2.0

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SSgA U.S. Total Market Index SL CTF	FMV	61,474,382	61,474,382
MSCI Canada Index Non-Lending QP CTF	FMV	3,038,971	3,038,971
SSgA MSCI Canada Small Cap Index SL CTF	FMV	494,814	494,814
SSgA MSCI EAFE Index SL CTF	FMV	37,834,231	37,834,231
MSCI EAFE Small Cap Index Sec. Lending	FMV	5,973,680	5,973,680
MSCI Emerging Markets Small Cap Index NL	FMV	10,559,008	10,559,008
SSgA MSCI Emerging Markets Index SL CTF	FMV	1,745,848	1,745,848
TIFF Realty and Resources Partners I, LL	FMV	170,336	170,336
TIFF Partners II, LLC	FMV	12,541	12,541
TIFF Partners III, LLC	FMV	126,276	126,276
RCP Fund VII, LP	FMV	1,757,620	1,757,620
Pantheon Europe Fund IV, LP	FMV	483,230	483,230
Pantheon USA Fund VI, LP	FMV	2,967,954	2,967,954
Pantheon Europe Fund V A, LP	FMV	1,190,494	1,190,494
Metropolitan Real Estate Partners VII, L	FMV	1,291,646	1,291,646
Oaktree Emerging Markets Equity	FMV	4,527,154	4,527,154
Apollo Credit Opportunity Fund III LP	FMV	2,724,128	2,724,128
Oaktree Senior Loan Fund, LP	FMV	6,958,445	6,958,445
Invesco Core Real Estate-U.S.A. LP	FMV	11,945,010	11,945,010
Commonfund Cap Private Eq Partners VII	FMV	2,053,925	2,053,925
Commonfund Capital Venture Partners VIII	FMV	758,566	758,566
Commonfund Cap Venture Partners IX, LP	FMV	1,552,177	1,552,177
Golub Capital	FMV	5,302,500	5,302,500
Metropolitan Real Estate Secondaries & C	FMV	657,328	657,328
Quantum Energy Partners VI	FMV	424,582	424,582
Quantum Parallel Partners VI-C, LP	FMV	72,699	72,699
Amberbrook VII, LP	FMV	147,907	147,907
GSO European Senior Debt Feeder Fund LP	FMV	321,028	321,028

**TY 2015 Land, Etc.
Schedule****Name:** Paso del Norte Health Foundation**EIN:** 74-1143071**Software ID:** 15000324**Software Version:** 2015v2.0

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Furniture and Fixtures	244,366	128,616	115,750	115,750
Machinery and Equipment	100,491	68,557	31,934	31,934
Improvements	963,751	431,419	532,332	532,332
Miscellaneous	24,236	22,673	1,563	1,563

TY 2015 Other Assets Schedule**Name:** Paso del Norte Health Foundation**EIN:** 74-1143071**Software ID:** 15000324**Software Version:** 2015v2.0

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Beneficial Interest in Life Ins Policy	152,129	161,327	161,327
Deferred compensation	54,805	70,604	70,604

TY 2015 Other Decreases Schedule**Name:** Paso del Norte Health Foundation**EIN:** 74-1143071**Software ID:** 15000324**Software Version:** 2015v2.0

Description	Amount
Unrealized decline in value of investments	16,587,513

TY 2015 Other Expenses Schedule

Name: Paso del Norte Health Foundation

EIN: 74-1143071

Software ID: 15000324

Software Version: 2015v2.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Advertising	2,622			2,596
Bank charges	3,018			3,018
Dues and memberships	31,766	1,500		30,352
Equipment and furnishings	3,956			3,667
Facility and equipment rentals	9,371			9,371
Food & beverage	25,644			24,171
Foundation relations	128,197			127,038
Inc alloc to PdNF - pooled invest	26,449	26,354		
Insurance	23,736	66		23,736
Maintenance & repairs	94,012			89,195
Office supplies	13,752			13,456
Parking validation	9,822			9,822
Passthrough K-1 expenses	871,461	837,845		
Postage	2,338	138		2,200
Staff development	8,227			7,056
Telephone	9,639	44		9,696

TY 2015 Other Income Schedule**Name:** Paso del Norte Health Foundation**EIN:** 74-1143071**Software ID:** 15000324**Software Version:** 2015v2.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Administrative svc fees	23,343		23,343
Interest from partnership	54,322	54,322	
Passthrough K-1 Income	4,847,212	4,821,461	
REALIZE program	42,300		42,300
Rental income	28,217		28,217

TY 2015 Other Increases Schedule**Name:** Paso del Norte Health Foundation**EIN:** 74-1143071**Software ID:** 15000324**Software Version:** 2015v2.0

Description	Amount
Change in deferred tax liability	166,406
Returned grants	122,094

TY 2015 Other Liabilities Schedule**Name:** Paso del Norte Health Foundation**EIN:** 74-1143071**Software ID:** 15000324**Software Version:** 2015v2.0

Description	Beginning of Year - Book Value	End of Year - Book Value
Investments held for affiliate	128,703	782,357

TY 2015 Other Professional Fees Schedule**Name:** Paso del Norte Health Foundation**EIN:** 74-1143071**Software ID:** 15000324**Software Version:** 2015v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment management fees	449,788	449,788	0	0
Other professional services	60,005	0	0	60,005
Program consultants	689,800	0	0	561,351
Translation services	6,755	0	0	6,755

TY 2015 Taxes Schedule**Name:** Paso del Norte Health Foundation**EIN:** 74-1143071**Software ID:** 15000324**Software Version:** 2015v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Tax penalties	30			

Schedule B

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

Department of the Treasury Internal Revenue Service

Schedule of Contributors

OMB No 1545-0047

2015

Attach to Form 990, 990-EZ, or 990-PF Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990

Name of the organization

Paso del Norte Health Foundation

Employer identification number

74-1143071

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

- 501(c)() (enter number) organization
4947(a)(1) nonexempt charitable trust not treated as a private foundation
527 political organization

Form 990-PF

- 501(c)(3) exempt private foundation
4947(a)(1) nonexempt charitable trust treated as a private foundation
501(c)(3) taxable private foundation

Check if your organization is covered by the General Rule or a Special Rule.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

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

Special Rules

- For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II
For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III
For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions exclusively for religious, charitable, etc , purposes, but no such contributions totaled more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc , purpose Do not complete any of the parts unless the General Rule applies to this organization because it received nonexclusively religious, charitable, etc , contributions totaling \$5,000 or more during the year \$

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

Name of organization
 Paso del Norte Health Foundation

Employer identification number
 74-1143071

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Tenet Healthcare Corp	\$ 55,080	Person <input checked="" type="checkbox"/>
	PO Box 130300		Payroll <input type="checkbox"/>
	Dallas, TX 753130300		Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	Paso del Norte Foundation	\$ 10,000	Person <input checked="" type="checkbox"/>
	221 N Kansas St Ste 1900		Payroll <input type="checkbox"/>
	El Paso, TX 79901		Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
3	Texas Tech Univ Health Science	\$ 10,000	Person <input checked="" type="checkbox"/>
	3601 4th Street/MS 6271		Payroll <input type="checkbox"/>
	Lubbock, TX 79430		Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
4	City of El Paso	\$ 20,000	Person <input checked="" type="checkbox"/>
	300 North Campbell		Payroll <input type="checkbox"/>
	El Paso, TX 79901		Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization Paso del Norte Health Foundation	Employer identification number 74-1143071
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Part II **Noncash Property**
(see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____

Name of organization

Paso del Norte Health Foundation

Employer identification number

74-1143071

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ _____

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-	_____ _____ _____	_____ _____ _____	_____ _____ _____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4 _____ _____ --	Relationship of transferor to transferee _____ _____ _____	
-	_____ _____ _____	_____ _____ _____	_____ _____ _____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4 _____ _____ --	Relationship of transferor to transferee _____ _____ _____	
-	_____ _____ _____	_____ _____ _____	_____ _____ _____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4 _____ _____ --	Relationship of transferor to transferee _____ _____ _____	
-	_____ _____ _____	_____ _____ _____	_____ _____ _____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4 _____ _____ --	Relationship of transferor to transferee _____ _____ _____	