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

THOMAS R BROWN FAMILY PRIVATE FOUNDATION

Revenue and Expenses

<table>
<thead>
<tr>
<th>Revenue and expenses per books</th>
<th>Net investment income</th>
<th>Adjusted net income</th>
<th>Disbursements for charitable purposes (cash basis only)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Contributions, gifts, grants, etc., received (attach schedule)</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Check if the foundation is not required to attach Sch B</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Interest on savings and temporary cash investments</td>
<td>389,930</td>
<td>391,111</td>
<td></td>
</tr>
<tr>
<td>Gross rents</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Net rental income or (loss)</td>
<td>-126,243</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Gross sales price for all assets on line 10</td>
<td>7,097,948</td>
<td>1,362,122</td>
<td></td>
</tr>
<tr>
<td>Net short-term capital gain</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Income modifications</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Gross sales less returns and allowances</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Less Cost of goods sold</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Gross profit or (loss) (attach schedule)</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Other income (attach schedule)</td>
<td>13,400</td>
<td>13,851</td>
<td></td>
</tr>
<tr>
<td>Total Add lines 1 through 11</td>
<td>278,027</td>
<td>1,767,187</td>
<td></td>
</tr>
<tr>
<td>Compensation of officers, directors, trustees, etc</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Other employee salaries and wages</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Pension plans, employee benefits</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Legal fees (attach schedule)</td>
<td>560</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Accounting fees (attach schedule)</td>
<td>16,297</td>
<td>8,149</td>
<td></td>
</tr>
<tr>
<td>Other professional fees (attach schedule)</td>
<td>141,805</td>
<td>141,805</td>
<td></td>
</tr>
<tr>
<td>Interest</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Taxes (attach schedule) (see instructions)</td>
<td>42,230</td>
<td>9,465</td>
<td></td>
</tr>
<tr>
<td>Depreciation (attach schedule) and depletion</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Occupancy</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Travel, conferences, and meetings</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Printing and publications</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Other expenses (attach schedule)</td>
<td>95</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Total operating and administrative expenses</td>
<td>200,927</td>
<td>159,419</td>
<td>2,240,000</td>
</tr>
<tr>
<td>Contributions, gifts, grants paid</td>
<td>2,240,000</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Total expenses and disbursements</td>
<td>2,440,927</td>
<td>159,419</td>
<td>2,240,000</td>
</tr>
<tr>
<td>Subtract line 12 from line 26</td>
<td>-2,162,906</td>
<td>1,607,768</td>
<td></td>
</tr>
<tr>
<td>Excess of revenue over expenses and disbursements</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Net investment income (if negative, enter -0-)</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Adjusted net income (if negative, enter -0-)</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
### Balance Sheets

#### Assets

<table>
<thead>
<tr>
<th></th>
<th>Book Value</th>
<th>Book Value</th>
<th>Fair Market Value</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td><strong>Cash—non-interest-bearing</strong></td>
<td>2,450,498</td>
<td>1,140,843</td>
</tr>
<tr>
<td>2</td>
<td><strong>Savings and temporary cash investments</strong></td>
<td>2,450,498</td>
<td>1,140,843</td>
</tr>
<tr>
<td>3</td>
<td><strong>Accounts receivable</strong></td>
<td>90,101</td>
<td>90,101</td>
</tr>
<tr>
<td></td>
<td><strong>Less allowance for doubtful accounts</strong></td>
<td>3,960</td>
<td>90,101</td>
</tr>
<tr>
<td>4</td>
<td><strong>Pledges receivable</strong></td>
<td>24,920</td>
<td>24,920</td>
</tr>
<tr>
<td></td>
<td><strong>Less allowance for doubtful accounts</strong></td>
<td>24,920</td>
<td>24,920</td>
</tr>
<tr>
<td>5</td>
<td><strong>Grants receivable</strong></td>
<td>7,636,312</td>
<td>2,972,219</td>
</tr>
<tr>
<td>6</td>
<td><strong>Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule)</strong></td>
<td>33,236,890</td>
<td>36,593,555</td>
</tr>
<tr>
<td>7</td>
<td><strong>Other notes and loans receivable (attach schedule)</strong></td>
<td>33,236,890</td>
<td>36,593,555</td>
</tr>
<tr>
<td></td>
<td><strong>Less allowance for doubtful accounts</strong></td>
<td>33,236,890</td>
<td>36,593,555</td>
</tr>
<tr>
<td>8</td>
<td><strong>Inventories for sale or use</strong></td>
<td>18,404</td>
<td>24,970</td>
</tr>
<tr>
<td>9</td>
<td><strong>Prepaid expenses and deferred charges</strong></td>
<td>18,404</td>
<td>24,970</td>
</tr>
<tr>
<td>10a</td>
<td><strong>Inventions—U S and state government obligations (attach schedule)</strong></td>
<td>400,000</td>
<td>400,000</td>
</tr>
<tr>
<td>10b</td>
<td><strong>Investments—corporate stock (attach schedule)</strong></td>
<td>7,636,312</td>
<td>2,972,219</td>
</tr>
<tr>
<td>10c</td>
<td><strong>Investments—corporate bonds (attach schedule)</strong></td>
<td>7,636,312</td>
<td>2,972,219</td>
</tr>
<tr>
<td>11</td>
<td><strong>Investment—land, buildings, and equipment basis</strong></td>
<td>400,000</td>
<td>400,000</td>
</tr>
<tr>
<td></td>
<td><strong>Less accumulated depreciation (attach schedule)</strong></td>
<td>522,624</td>
<td>400,000</td>
</tr>
<tr>
<td>12</td>
<td><strong>Investments—mortgage loans</strong></td>
<td>33,236,890</td>
<td>36,593,555</td>
</tr>
<tr>
<td>13</td>
<td><strong>Investments—other (attach schedule)</strong></td>
<td>33,236,890</td>
<td>36,593,555</td>
</tr>
<tr>
<td>14</td>
<td><strong>Land, buildings, and equipment basis</strong></td>
<td>18,404</td>
<td>24,970</td>
</tr>
<tr>
<td></td>
<td><strong>Less accumulated depreciation (attach schedule)</strong></td>
<td>18,404</td>
<td>24,970</td>
</tr>
<tr>
<td>15</td>
<td><strong>Other assets (describe)</strong></td>
<td>18,404</td>
<td>24,970</td>
</tr>
</tbody>
</table>

#### Liabilities

<table>
<thead>
<tr>
<th></th>
<th>Beginning of year</th>
<th>End of year</th>
</tr>
</thead>
<tbody>
<tr>
<td>17</td>
<td><strong>Accounts payable and accrued expenses</strong></td>
<td>30,564</td>
</tr>
<tr>
<td>18</td>
<td><strong>Grants payable</strong></td>
<td>30,564</td>
</tr>
<tr>
<td>19</td>
<td><strong>Deferred revenue</strong></td>
<td>30,564</td>
</tr>
<tr>
<td>20</td>
<td><strong>Loans from officers, directors, trustees, and other disqualified persons</strong></td>
<td>30,564</td>
</tr>
<tr>
<td>21</td>
<td><strong>Mortgages and other notes payable (attach schedule)</strong></td>
<td>30,564</td>
</tr>
<tr>
<td>22</td>
<td><strong>Other liabilities (describe)</strong></td>
<td>30,564</td>
</tr>
</tbody>
</table>

#### Total Assets

<table>
<thead>
<tr>
<th></th>
<th>Beginning of year</th>
<th>End of year</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td><strong>Total assets</strong></td>
<td>43,893,608</td>
</tr>
</tbody>
</table>

### Analysis of Changes in Net Assets or Fund Balances

#### Foundations that follow SFAS 117

<table>
<thead>
<tr>
<th></th>
<th>Beginning of year</th>
<th>End of year</th>
</tr>
</thead>
<tbody>
<tr>
<td>24</td>
<td><strong>Unrestricted</strong></td>
<td>43,863,044</td>
</tr>
<tr>
<td>25</td>
<td><strong>Temporarily restricted</strong></td>
<td></td>
</tr>
<tr>
<td>26</td>
<td><strong>Permanently restricted</strong></td>
<td></td>
</tr>
</tbody>
</table>

#### Foundations that do not follow SFAS 117

<table>
<thead>
<tr>
<th></th>
<th>Beginning of year</th>
<th>End of year</th>
</tr>
</thead>
<tbody>
<tr>
<td>27</td>
<td><strong>Capital stock, trust principal, or current funds</strong></td>
<td></td>
</tr>
<tr>
<td>28</td>
<td><strong>Paid-in or capital surplus, or land, bldg, and equipment fund</strong></td>
<td></td>
</tr>
<tr>
<td>29</td>
<td><strong>Retained earnings, accumulated income, endowment, or other funds</strong></td>
<td></td>
</tr>
</tbody>
</table>

#### Net Assets or Fund Balances

<table>
<thead>
<tr>
<th></th>
<th>Beginning of year</th>
<th>End of year</th>
</tr>
</thead>
<tbody>
<tr>
<td>30</td>
<td><strong>Total net assets or fund balances</strong></td>
<td>43,863,044</td>
</tr>
</tbody>
</table>

#### Total Liabilities and Net Assets/Fund Balances

<table>
<thead>
<tr>
<th></th>
<th>Beginning of year</th>
<th>End of year</th>
</tr>
</thead>
<tbody>
<tr>
<td>31</td>
<td><strong>Total liabilities and net assets/fund balances</strong></td>
<td>43,863,044</td>
</tr>
</tbody>
</table>
### Part IV  Capital Gains and Losses for Tax on Investment Income

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)

<table>
<thead>
<tr>
<th></th>
<th>How acquired</th>
<th>Date acquired (c) (mo, day, yr)</th>
<th>Date sold (d) (mo, day, yr)</th>
</tr>
</thead>
<tbody>
<tr>
<td>1a</td>
<td>P- Purchase</td>
<td>2001-01-01</td>
<td>2015-12-01</td>
</tr>
<tr>
<td>b</td>
<td>D- Donation</td>
<td>2001-01-01</td>
<td>2015-12-01</td>
</tr>
<tr>
<td>c</td>
<td>P- Purchase</td>
<td>2001-01-01</td>
<td>2015-12-01</td>
</tr>
<tr>
<td>d</td>
<td>P- Purchase</td>
<td>2001-01-01</td>
<td>2015-12-01</td>
</tr>
</tbody>
</table>

**Depreciation allowed (or allowable)**

<table>
<thead>
<tr>
<th></th>
<th>Cost or other basis (g) plus expense of sale</th>
</tr>
</thead>
<tbody>
<tr>
<td>a</td>
<td>110,574</td>
</tr>
<tr>
<td>b</td>
<td>3,609,678</td>
</tr>
<tr>
<td>c</td>
<td>2,215,471</td>
</tr>
<tr>
<td>d</td>
<td>27</td>
</tr>
</tbody>
</table>

**Gain or (loss) (h) plus (f) minus (g)**

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>a</td>
<td>124,705</td>
</tr>
<tr>
<td>b</td>
<td>1,614,385</td>
</tr>
<tr>
<td>c</td>
<td>-376,892</td>
</tr>
<tr>
<td>d</td>
<td>27</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th></th>
<th>FMV as of 12/31/69</th>
<th>Adjusted basis as of 12/31/69</th>
<th>Excess of col (i) over col (j), if any</th>
</tr>
</thead>
<tbody>
<tr>
<td>a</td>
<td>235,279</td>
<td>110,574</td>
<td>124,705</td>
</tr>
<tr>
<td>b</td>
<td>5,224,063</td>
<td>3,609,678</td>
<td>1,614,385</td>
</tr>
<tr>
<td>c</td>
<td>1,838,579</td>
<td>2,215,471</td>
<td>-376,892</td>
</tr>
<tr>
<td>d</td>
<td>27</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))**

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>a</td>
<td>124,705</td>
</tr>
<tr>
<td>b</td>
<td>1,614,385</td>
</tr>
<tr>
<td>c</td>
<td>-376,892</td>
</tr>
<tr>
<td>d</td>
<td>27</td>
</tr>
</tbody>
</table>

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes ☐ No ☑

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

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

<table>
<thead>
<tr>
<th></th>
<th>Adjusted qualifying distributions</th>
<th>Net value of noncharitable-use assets</th>
</tr>
</thead>
<tbody>
<tr>
<td>2014</td>
<td>2,140,000</td>
<td>44,422,442</td>
</tr>
<tr>
<td>2013</td>
<td>2,125,457</td>
<td>43,675,412</td>
</tr>
<tr>
<td>2012</td>
<td>2,036,903</td>
<td>42,192,333</td>
</tr>
<tr>
<td>2011</td>
<td>2,137,689</td>
<td>42,432,731</td>
</tr>
<tr>
<td>2010</td>
<td>2,113,566</td>
<td>42,776,777</td>
</tr>
</tbody>
</table>

2 Total of line 1, column (d). 2,449,030

3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years

<table>
<thead>
<tr>
<th></th>
<th>0.04817</th>
</tr>
</thead>
<tbody>
<tr>
<td>3</td>
<td>0.048981</td>
</tr>
<tr>
<td>4</td>
<td>0.05038</td>
</tr>
<tr>
<td>5</td>
<td>0.04941</td>
</tr>
</tbody>
</table>

4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>4</td>
<td>43,182,357</td>
</tr>
<tr>
<td>5</td>
<td>2,115,115</td>
</tr>
<tr>
<td>6</td>
<td>16,078</td>
</tr>
<tr>
<td>7</td>
<td>2,131,193</td>
</tr>
<tr>
<td>8</td>
<td>2,240,000</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>a</th>
<th>Exempt operating foundations described in section 4940(d)(2), check here □ and enter &quot;N/A&quot; on line 1</th>
</tr>
</thead>
<tbody>
<tr>
<td>b</td>
<td>Domestic foundations that meet the section 4940(e) requirements in Part V, check here □ and enter 1% of Part I, line 27b</td>
</tr>
<tr>
<td>c</td>
<td>All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)</td>
</tr>
<tr>
<td>1</td>
<td>Date of ruling or determination letter (attach copy of letter if necessary—see instructions)</td>
</tr>
<tr>
<td>2</td>
<td>Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)</td>
</tr>
<tr>
<td>3</td>
<td>Add lines 1 and 2.</td>
</tr>
<tr>
<td>4</td>
<td>Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)</td>
</tr>
<tr>
<td>5</td>
<td>Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-.</td>
</tr>
<tr>
<td>6</td>
<td>Credits/Payments</td>
</tr>
<tr>
<td>a</td>
<td>2015 estimated tax payments and 2014 overpayment credited to 2015</td>
</tr>
<tr>
<td>b</td>
<td>Exempt foreign organizations—tax withheld at source</td>
</tr>
<tr>
<td>c</td>
<td>Tax paid with application for extension of time to file (Form 8868).</td>
</tr>
<tr>
<td>d</td>
<td>Backup withholding erroneously withheld.</td>
</tr>
<tr>
<td>6a</td>
<td>50,025</td>
</tr>
<tr>
<td>6b</td>
<td>6c</td>
</tr>
<tr>
<td>7</td>
<td>Total credits and payments Add lines 6a through 6d.</td>
</tr>
<tr>
<td>8</td>
<td>Enter any penalty for underpayment of estimated tax Check here if Form 2220 is attached</td>
</tr>
<tr>
<td>9</td>
<td>Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed.</td>
</tr>
<tr>
<td>10</td>
<td>Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.</td>
</tr>
<tr>
<td>11</td>
<td>Enter the amount of line 10 to be Credited to 2015 estimated tax</td>
</tr>
</tbody>
</table>

## Part VII-A - Statements Regarding Activities

| a | During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? |
| b | Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? |
| c | Did the foundation file Form 1120-POL for this year? |
| d | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year |
| e | Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers |
| 1a | No |
| 1b | No |
| 1c | No |
| 2 | Has the foundation engaged in any activities that have not previously been reported to the IRS? |
| 3 | Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? |
| 4a | Did the foundation have unrelated business gross income of $1,000 or more during the year? |
| 4b | If "Yes," has it filed a tax return on Form 990-T for this year? |
| 5 | Was there a liquidation, termination, dissolution, or substantial contraction during the year? |
| 6 | Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either |
| 7 | Did the foundation have at least $5,000 in assets at any time during the year? |
| 8a | Enter the states to which the foundation reports or with which it is registered (see instructions) |
| 8b | Yes |
| 9 | Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? |
| 10 | Did any persons become substantial contributors during the tax year? |

---

Form 990-PF (2015)
**Part VII-A** Statements Regarding Activities (continued)

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>11</td>
<td>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 &quot;Yes,&quot; attach schedule (see instructions).</td>
</tr>
<tr>
<td>12</td>
<td>Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If &quot;Yes,&quot; attach statement (see instructions).</td>
</tr>
<tr>
<td>13</td>
<td>Did the foundation comply with the public inspection requirements for its annual returns and exemption application?</td>
</tr>
</tbody>
</table>

Website address ▶️www.brownfoundations.org

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>14</td>
<td>The books are in care of ▶️ the Foundation</td>
</tr>
<tr>
<td></td>
<td>Located at ▶️ 1990 N Kolb Road  Tucson AZ</td>
</tr>
</tbody>
</table>

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>15</td>
<td>Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here ▶️</td>
</tr>
<tr>
<td></td>
<td></td>
</tr>
</tbody>
</table>

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>16</td>
<td>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?</td>
</tr>
</tbody>
</table>

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

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>1a</td>
<td>File Form 4720 if any item is checked in the &quot;Yes&quot; column, unless an exception applies.</td>
</tr>
</tbody>
</table>

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Yes</td>
<td>No</td>
</tr>
</tbody>
</table>

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>1a (1)</td>
<td>Engage in the sale or exchange, or leasing of property with a disqualified person?</td>
</tr>
<tr>
<td>Yes</td>
<td>No</td>
</tr>
<tr>
<td>(2)</td>
<td>Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?</td>
</tr>
<tr>
<td>Yes</td>
<td>No</td>
</tr>
<tr>
<td>(3)</td>
<td>Furnish goods, services, or facilities to (or accept them from) a disqualified person?</td>
</tr>
<tr>
<td>Yes</td>
<td>No</td>
</tr>
<tr>
<td>(4)</td>
<td>Pay compensation to, or pay or reimburse the expenses of, a disqualified person?</td>
</tr>
<tr>
<td>Yes</td>
<td>No</td>
</tr>
</tbody>
</table>

| (6) | Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). |
| Yes | No |

| b | If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? |
| Yes | No |

Organizations relying on a current notice regarding disaster assistance check here ▶️

| c | Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015? |
| Yes | 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? |
| Yes | No |

If "Yes," list the years ▶️ 20 ▶️, 20 ▶️, 20 ▶️, 20 ▶️

| b | Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). |
| Yes | 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? |
| Yes | 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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015). |

| Yes | No |

| 4a | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? |
| Yes | 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? |
| Yes | 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.  □ Yes  □ No

5b No

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  □ Yes  □ No

If "Yes," 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).

<table>
<thead>
<tr>
<th>(a) Name and address</th>
<th>Title, and average hours per week devoted to position</th>
<th>(c) Compensation (If not paid, enter -0-)</th>
<th>(d) Contributions to employee benefit plans and deferred compensation</th>
<th>Expense account, other allowances</th>
</tr>
</thead>
<tbody>
<tr>
<td>Mary B Bernal</td>
<td>CEO/Sec</td>
<td>100</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>1990 N Kolb Road</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Tucson, AZ 85715</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Sarah B Smallhouse</td>
<td>Pres/Treas</td>
<td>100</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>1990 N Kolb Road</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Tucson, AZ 85715</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>(a) Name and address of each employee paid more than $50,000</th>
<th>(b) Title, and average hours per week devoted to position</th>
<th>(c) Compensation</th>
<th>(d) Contributions to employee benefit plans and deferred compensation</th>
<th>(e) Expense account, other allowances</th>
</tr>
</thead>
<tbody>
<tr>
<td>NONE</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Part VIII  Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

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

<table>
<thead>
<tr>
<th>(a) Name and address of each person paid more than $50,000</th>
<th>(b) Type of service</th>
<th>(c) Compensation</th>
</tr>
</thead>
<tbody>
<tr>
<td>NONE</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Total number of others receiving over $50,000 for professional services.

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.

<table>
<thead>
<tr>
<th>Expenses</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
</tr>
<tr>
<td>2</td>
</tr>
<tr>
<td>3</td>
</tr>
<tr>
<td>4</td>
</tr>
</tbody>
</table>

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.

<table>
<thead>
<tr>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
</tr>
<tr>
<td>2</td>
</tr>
</tbody>
</table>

All other program-related investments See instructions

<p>| |</p>
<table>
<thead>
<tr>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>3</td>
</tr>
</tbody>
</table>

Total. Add lines 1 through 3

Form 990-PF (2015)
## 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 13,401,327
   - b. Average of monthly cash balances. ................................................................. 1b 5,358,714
   - c. Fair market value of all other assets (see instructions). ................................ 1c 25,079,915
   - d. **Total** (add lines 1a, b, and c). ................................................................. 1d 43,839,956
   - 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 43,839,956

4. **Cash deemed held for charitable activities** Enter 1 1/2% of line 3 (for greater amount, see instructions). ................................................................. 4 657,599

5. **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 5 5 43,182,357

6. **Minimum investment return.** Enter 5% of line 5. ............................................. 6 2,159,118

## Distributable Amount

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

1. **Minimum investment return from Part X, line 6.** .............................................. 1 2,159,118

2a. Tax on investment income for 2015 from Part VI, line 5. .................................... 2a 16,078

2b. **Income tax for 2015** (This does not include the tax from Part VI ). .................... 2b

2c. **Add lines 2a and 2b.** ......................................................................................... 2c 16,078

3. **Distributable amount before adjustments** Subtract line 2c from line 1. .......... 3 2,143,040

4. **Recoveries of amounts treated as qualifying distributions.** ............................... 4

5. **Add lines 3 and 4.** .............................................................................................. 5 2,143,040

6. **Deduction from distributable amount (see instructions).** .................................. 6

7. **Distributable amount as adjusted** Subtract line 6 from line 5 Enter here and on Part XIII, line 1. ................................................................. 7 2,143,040

## Qualifying Distributions

(see instructions)

1. **Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes**
   - a. Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. .... 1a 2,240,000
   - b. Program-related investments—total from Part IX-B. ....................................... 1b

2. **Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.** ................................................................. 2

3. **Amounts set aside for specific charitable projects that satisfy the**
   - a. Suitability test (prior IRS approval required). .................................................. 3a
   - b. Cash distribution test (attach the required schedule). ..................................... 3b

4. **Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 4 2,240,000

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 16,078

6. **Adjusted qualifying distributions.** Subtract line 5 from line 4. .......................... 6 2,223,922

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.
### Undistributed Income (see instructions)

<table>
<thead>
<tr>
<th></th>
<th>(a) Corpus</th>
<th>(b) Years prior to 2014</th>
<th>(c) 2014</th>
<th>(d) 2015</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>1</strong></td>
<td>Distributable amount for 2015 from Part XI, line 7</td>
<td>2,143,040</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>2</strong></td>
<td>Undistributed income, if any, as of the end of 2015</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>a Enter amount for 2014 only.</td>
<td>2,180,356</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>3</strong></td>
<td>Excess distributions carryover, if any, to 2015</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>a From 2010.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>b From 2011.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>c From 2012.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>d From 2013.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>e From 2014.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>f Total of lines 3a through e.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>4</strong></td>
<td>Qualifying distributions for 2015 from Part XII, line 4</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>a Applied to 2014, but not more than line 2a</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>b Applied to undistributed income of prior years (Election required—see instructions).</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>c Treated as distributions out of corpus (Election required—see instructions).</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>d Applied to 2015 distributable amount.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>e Remaining amount distributed out of corpus</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>5</strong></td>
<td>Excess distributions carryover applied to 2015</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>(If an amount appears in column (d), the same amount must be shown in column (a))</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>6</strong></td>
<td>Enter the net total of each column as indicated below:</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>a Corpus Add lines 3f, 4c, and 4e Subtract line 5</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>b Prior years’ undistributed income Subtract line 4b from line 2b</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>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.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>d Subtract line 6c from line 6b Taxable amount—see instructions</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>7</strong></td>
<td>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).</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>8</strong></td>
<td>Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>9</strong></td>
<td>Excess distributions carryover to 2016.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Subtract lines 7 and 8 from line 6a This amount must be distributed in 2015</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>10</strong></td>
<td>Analysis of line 9</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>a Excess from 2011.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>b Excess from 2012.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>c Excess from 2013.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>d Excess from 2014.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>e Excess from 2015.</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

---

*Form 990-PF (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.

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

   See Additional Data Table

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

<table>
<thead>
<tr>
<th>Recipient</th>
<th>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</th>
<th>Foundation status of recipient</th>
<th>Purpose of grant or contribution</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>a Paid during the year</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b Approved for future payment</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Total** | | | | 2,240,000

**Total** | | | | **3b**
### Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

<table>
<thead>
<tr>
<th>Business code (a)</th>
<th>Amount (b)</th>
<th>Exclusion code (c)</th>
<th>Amount (d)</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Unrelated business income</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Related or exempt function income</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

#### 1 Program service revenue

- **a**
- **b**
- **c**
- **d**
- **e**
- **f**

#### 2 Fees and contracts from government agencies

#### 3 Membership dues and assessments

#### 4 Interest on savings and temporary cash investments

#### 5 Dividends and interest from securities

<table>
<thead>
<tr>
<th>Business code (a)</th>
<th>Amount (b)</th>
<th>Exclusion code (c)</th>
<th>Amount (d)</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>(e)</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Add columns (b), (d), and (e). 278,027

**Total.** Add line 12, columns (b), (d), and (e). 278,027

(See worksheet in line 13 instructions to verify calculations)

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

Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation’s exempt purposes (other than by providing funds for such purposes) (See instructions)
### 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?

<table>
<thead>
<tr>
<th></th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>a</td>
<td>Transfers from the reporting foundation to a noncharitable exempt organization of</td>
<td></td>
</tr>
<tr>
<td></td>
<td>(1) Cash</td>
<td>1a(1)</td>
</tr>
<tr>
<td></td>
<td>(2) Other assets</td>
<td>1a(2)</td>
</tr>
<tr>
<td>b</td>
<td>Other transactions</td>
<td></td>
</tr>
<tr>
<td></td>
<td>(1) Sales of assets to a noncharitable exempt organization</td>
<td>1b(1)</td>
</tr>
<tr>
<td></td>
<td>(2) Purchases of assets from a noncharitable exempt organization</td>
<td>1b(2)</td>
</tr>
<tr>
<td></td>
<td>(3) Rental of facilities, equipment, or other assets</td>
<td>1b(3)</td>
</tr>
<tr>
<td></td>
<td>(4) Reimbursement arrangements</td>
<td>1b(4)</td>
</tr>
<tr>
<td></td>
<td>(5) Loans or loan guarantees</td>
<td>1b(5)</td>
</tr>
<tr>
<td></td>
<td>(6) Performance of services or membership or fundraising solicitations</td>
<td>1b(6)</td>
</tr>
<tr>
<td></td>
<td>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</td>
<td>1c</td>
</tr>
</tbody>
</table>

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>
<thead>
<tr>
<th>(a) Line No</th>
<th>(b) Amount involved</th>
<th>(c) Name of noncharitable exempt organization</th>
<th>(d) Description of transfers, transactions, and sharing arrangements</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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? 

\[ \sqrt{\text{Yes}} \] \[ \sqrt{\text{No}} \]

b. If "Yes," complete the following schedule.

<table>
<thead>
<tr>
<th>(a) Name of organization</th>
<th>(b) Type of organization</th>
<th>(c) Description of relationship</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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

******

Signature of officer or trustee

Date

### Sign Here

2016-12-20

### Paid Preparer

Print/Type preparer's name

MICHAEL J DEVRIES

Preparer's Signature

HBL CPAs PC

Firm's name

5656 E Grant Rd Ste 200 Tucson, AZ  85712

Firm's address
Form 990PF Part XV Line 1a - 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).

<table>
<thead>
<tr>
<th>Name</th>
</tr>
</thead>
<tbody>
<tr>
<td>Mary B Bernal</td>
</tr>
<tr>
<td>Sarah B Smallhouse</td>
</tr>
<tr>
<td>Recipient</td>
</tr>
<tr>
<td>-----------------------------------</td>
</tr>
<tr>
<td><strong>a Paid during the year</strong></td>
</tr>
<tr>
<td>Thomas R Brown Family Foundation</td>
</tr>
<tr>
<td>PO Box 31930</td>
</tr>
<tr>
<td>Tucson, AZ 85751</td>
</tr>
<tr>
<td>TMC FOUNDATION</td>
</tr>
<tr>
<td>5301 E GRANT ROAD</td>
</tr>
<tr>
<td>TUCSON, AZ 85712</td>
</tr>
<tr>
<td>MUDLARK THEATRE COMPANY</td>
</tr>
<tr>
<td>1417 HINMAN AVE</td>
</tr>
<tr>
<td>EVANSTON, IL 60201</td>
</tr>
<tr>
<td>PATRONATO SAN XAVIER</td>
</tr>
<tr>
<td>PO BOX 522</td>
</tr>
<tr>
<td>TUCSON, AZ 85702</td>
</tr>
<tr>
<td>AMERIND FOUNDATION INC</td>
</tr>
<tr>
<td>PO BOX 400</td>
</tr>
<tr>
<td>DRAGOON, AZ 85609</td>
</tr>
<tr>
<td>NORTHERN ARIZONA UNIVERSITY FDN INC</td>
</tr>
<tr>
<td>PO BOX 4094</td>
</tr>
<tr>
<td>FLAGSTAFF, AZ 86011</td>
</tr>
<tr>
<td><strong>Total</strong></td>
</tr>
</tbody>
</table>
### TY 2015 Accounting Fees Schedule

**Name:** THOMAS R BROWN FAMILY PRIVATE FOUNDATION  
**EIN:** 55-0899701  
**Software ID:** 15000324  
**Software Version:** 2015v2.0

<table>
<thead>
<tr>
<th>Category</th>
<th>Amount</th>
<th>Net Investment Income</th>
<th>Adjusted Net Income</th>
<th>Disbursements for Charitable Purposes</th>
</tr>
</thead>
<tbody>
<tr>
<td>Accounting</td>
<td>16,297</td>
<td>8,149</td>
<td>0</td>
<td>0</td>
</tr>
</tbody>
</table>
TY 2015 Investments Corporate Stock Schedule

Name: THOMAS R BROWN FAMILY PRIVATE FOUNDATION  
EIN: 55-0899701  
Software ID: 15000324  
Software Version: 2015v2.0

<table>
<thead>
<tr>
<th>Name of Stock</th>
<th>End of Year Book Value</th>
<th>End of Year Fair Market Value</th>
</tr>
</thead>
<tbody>
<tr>
<td>Equities</td>
<td>2,972,219</td>
<td>2,972,219</td>
</tr>
</tbody>
</table>
## TY 2015 Investments - Land Schedule

**Name:** THOMAS R BROWN FAMILY PRIVATE FOUNDATION  
**EIN:** 55-0899701  
**Software ID:** 15000324  
**Software Version:** 2015v2.0

<table>
<thead>
<tr>
<th>Category/ Item</th>
<th>Cost/Basis</th>
<th>Accumulated Depreciation</th>
<th>Book Value</th>
<th>End of Year Fair Market Value</th>
</tr>
</thead>
<tbody>
<tr>
<td>Land</td>
<td>400,000</td>
<td></td>
<td>400,000</td>
<td>400,000</td>
</tr>
</tbody>
</table>
# TY 2015 Investments - Other Schedule

**Name:** THOMAS R BROWN FAMILY PRIVATE FOUNDATION  
**EIN:** 55-0899701  
**Software ID:** 15000324  
**Software Version:** 2015v2.0

<table>
<thead>
<tr>
<th>Category/ Item</th>
<th>Listed at Cost or FMV</th>
<th>Book Value</th>
<th>End of Year Fair Market Value</th>
</tr>
</thead>
<tbody>
<tr>
<td>PRECIOUS METALS</td>
<td>FMV</td>
<td>423,719</td>
<td>423,719</td>
</tr>
<tr>
<td>Securities not traded on an open market</td>
<td>FMV</td>
<td>24,521,130</td>
<td>24,521,130</td>
</tr>
<tr>
<td>Partnerships, LLC’s, Trusts</td>
<td>FMV</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Mutual Funds</td>
<td>FMV</td>
<td>10,863,534</td>
<td>10,863,534</td>
</tr>
<tr>
<td>Real Estate Inv Trusts</td>
<td>FMV</td>
<td>330,454</td>
<td>330,454</td>
</tr>
<tr>
<td>Private Equities</td>
<td>FMV</td>
<td>454,718</td>
<td>454,718</td>
</tr>
<tr>
<td>RIGHTS AND WARRANTS</td>
<td>FMV</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
# TY 2015 Legal Fees Schedule

**Name:** THOMAS R BROWN FAMILY PRIVATE FOUNDATION  
**EIN:** 55-0899701  
**Software ID:** 15000324  
**Software Version:** 2015v2.0

<table>
<thead>
<tr>
<th>Category</th>
<th>Amount</th>
<th>Net Investment Income</th>
<th>Adjusted Net Income</th>
<th>Disbursements for Charitable Purposes</th>
</tr>
</thead>
<tbody>
<tr>
<td>LEGAL</td>
<td>500</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
</tbody>
</table>
## TY 2015 Other Assets Schedule

**Name:** THOMAS R BROWN FAMILY PRIVATE FOUNDATION  
**EIN:** 55-0899701  
**Software ID:** 15000324  
**Software Version:** 2015v2.0

<table>
<thead>
<tr>
<th>Description</th>
<th>Beginning of Year - Book Value</th>
<th>End of Year - Book Value</th>
<th>End of Year - Fair Market Value</th>
</tr>
</thead>
<tbody>
<tr>
<td>EXCISE TAXES RECOVERABLE</td>
<td>10,025</td>
<td>18,000</td>
<td>18,000</td>
</tr>
<tr>
<td>Interest/Dividends receivable</td>
<td>7,832</td>
<td>6,423</td>
<td>6,423</td>
</tr>
<tr>
<td>Website in progress</td>
<td>547</td>
<td>547</td>
<td>547</td>
</tr>
</tbody>
</table>
# TY 2015 Other Expenses Schedule

**Name:** THOMAS R BROWN FAMILY PRIVATE FOUNDATION  
**EIN:** 55-0899701  
**Software ID:** 15000324  
**Software Version:** 2015v2.0

<table>
<thead>
<tr>
<th>Description</th>
<th>Revenue and Expenses per Books</th>
<th>Net Investment Income</th>
<th>Adjusted Net Income</th>
<th>Disbursements for Charitable Purposes</th>
</tr>
</thead>
<tbody>
<tr>
<td>Business expenses</td>
<td>95</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
## TY 2015 Other Income Schedule

**Name:** THOMAS R BROWN FAMILY PRIVATE FOUNDATION  
**EIN:** 55-0899701  
**Software ID:** 15000324  
**Software Version:** 2015v2.0

<table>
<thead>
<tr>
<th>Description</th>
<th>Revenue and Expenses Per Books</th>
<th>Net Investment Income</th>
<th>Adjusted Net Income</th>
</tr>
</thead>
<tbody>
<tr>
<td>Partnership Income/Loss</td>
<td>14,340</td>
<td>13,851</td>
<td></td>
</tr>
</tbody>
</table>
# TY 2015 Other Professional Fees Schedule

**Name:** THOMAS R BROWN FAMILY PRIVATE FOUNDATION  
**EIN:** 55-0899701  
**Software ID:** 15000324  
**Software Version:** 2015v2.0

<table>
<thead>
<tr>
<th>Category</th>
<th>Amount</th>
<th>Net Investment Income</th>
<th>Adjusted Net Income</th>
<th>Disbursements for Charitable Purposes</th>
</tr>
</thead>
<tbody>
<tr>
<td>BFIC Related expenses</td>
<td>26,585</td>
<td>26,585</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>Financial Management</td>
<td>32,822</td>
<td>32,822</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>NCM Management fees</td>
<td>82,398</td>
<td>82,398</td>
<td>0</td>
<td>0</td>
</tr>
</tbody>
</table>
## TY 2015 Taxes Schedule

**Name:** THOMAS R BROWN FAMILY PRIVATE FOUNDATION  
**EIN:** 55-0899701  
**Software ID:** 15000324  
**Software Version:** 2015v2.0

<table>
<thead>
<tr>
<th>Category</th>
<th>Amount</th>
<th>Net Investment Income</th>
<th>Adjusted Net Income</th>
<th>Disbursements for Charitable Purposes</th>
</tr>
</thead>
<tbody>
<tr>
<td>Excise/UBI taxes</td>
<td>31,650</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Foreign taxes</td>
<td>9,465</td>
<td>9,465</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Property taxes</td>
<td>1,115</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>