

Form **990**

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

OMB No 1545-0047

2011

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

A For the 2011 calendar year, or tax year beginning APR 1, 2011 and ending MAR 31, 2012

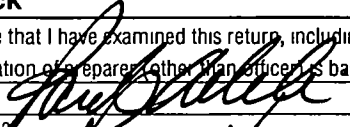
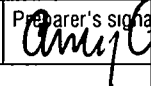
B Check if applicable: <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization ARIZONA COMMUNITY FOUNDATION Doing Business As Number and street (or P.O. box if mail is not delivered to street address) Room/suite 2201 E. CAMELBACK ROAD, SUITE 405B City or town, state or country, and ZIP + 4 PHOENIX, AZ 85016		D Employer identification number 86-0348306
	F Name and address of principal officer: STEVEN G. SELEZNOW 2201 E CAMELBACK RD #405B, PHX, AZ 85016		E Telephone number (602) 381-1400 G Gross receipts \$ 124,733,649. H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions) H(c) Group exemption number
I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c)() (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527			
J Website: WWW.AZFOUNDATION.ORG			
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other		L Year of formation: 1978 M State of legal domicile: AZ	

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: THE MISSION OF THE ARIZONA COMMUNITY FOUNDATION IS TO LEAD, SERVE AND COLLABORATE TO MOBILIZE		
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	28
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	27
	5 Total number of individuals employed in calendar year 2011 (Part V, line 2a)	5	64
	6 Total number of volunteers (estimate if necessary)	6	405
	7 a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
b Net unrelated business taxable income from Form 990-T, line 34	7b	<4,992.>	
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
	9 Program service revenue (Part VIII, line 2g)	45,448,148.	36,224,861.
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	1,032,924.	1,042,347.
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	13,146,686.	11,597,371.
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	379,440.	741,822.
	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	60,007,198.	49,606,401.
	14 Benefits paid to or for members (Part IX, column (A), line 4)	28,616,169.	30,004,238.
	15 Salaries, other compensation, and employee benefits (Part IX, column (A), lines 5-10)	0.	0.
	16a Professional fundraising fees (Part IX, column (A), line 11e)	4,254,099.	4,273,772.
	b Total fundraising expenses (Part IX, column (D), line 25)	0.	0.
	17 Other expenses (Part IX, column (A), lines 11a, 11d, 11f-24e)	5,255,982.	5,488,320.
	18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	38,126,250.	39,766,330.
19 Revenue less expenses. Subtract line 18 from line 12	21,880,948.	9,840,071.	
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Current Year	End of Year
	21 Total liabilities (Part X, line 26)	345,006,244.	351,578,935.
	22 Net assets or fund balances. Subtract line 21 from line 20	41,798,556.	43,471,020.
		303,207,688.	308,107,915.

Part II Signature Block

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

Sign Here	Signature of officer 
	Type or print name and title AMY A. O'LOUGHLIN
Paid Preparer	Print/Type preparer's name AMY A. O'LOUGHLIN Preparer's signature  Firm's name CBIZ MHM, LLC Firm's address 3101 N. CENTRAL AVE., ST PHOENIX, AZ 85012

May the IRS discuss this return with the preparer shown above? (see instructions)

SCANNED NOV 26 2012

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III [X]

1 Briefly describe the organization's mission: THE MISSION OF THE ARIZONA COMMUNITY FOUNDATION IS TO LEAD, SERVE AND COLLABORATE TO MOBILIZE ENDURING PHILANTHROPY FOR A BETTER ARIZONA. (CONTINUED ON SCHEDULE O)

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [] Yes [X] No

If "Yes," describe these new services on Schedule O

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [] Yes [X] No

If "Yes," describe these changes on Schedule O

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code) (Expenses \$ 33,953,691. including grants of \$ 30,004,238.) (Revenue \$ 1,042,347.) IN THE TRADITION OF COMMUNITY FOUNDATIONS EVERYWHERE, EACH YEAR ACF AWARDS MILLIONS OF DOLLARS IN GRANTS/DISTRIBUTIONS TO NONPROFIT ORGANIZATIONS, GOVERNMENT AGENCIES AND EDUCATIONAL INSTITUTIONS. GRANTS COVER A WIDE RANGE OF FOCUS AREAS INCLUDING ARTS, CULTURE AND HUMANITIES; COMMUNITY, NEIGHBORHOOD AND ECONOMIC DEVELOPMENT; EDUCATION AND SCHOLARSHIPS; HEALTH AND HUMAN SERVICES; ENVIRONMENT AND SPECIES PROTECTION; LAW, JUSTICE AND PUBLIC SAFETY; AND SCIENTIFIC RESEARCH. WHILE MOST GRANTS ARE MADE IN ARIZONA TO SERVE LOCAL COMMUNITY NEEDS, GRANTS MAY BE MADE NATIONALLY AS WELL FOR THE BETTERMENT OF OUR NATION. (CONTINUED ON SCHEDULE O)

4b (Code) (Expenses \$ including grants of \$) (Revenue \$)

4c (Code) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services (Describe in Schedule O.) (Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses 33,953,691.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	X	
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ?	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>	X	
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9 Did the organization report an amount in Part X, line 21; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>	X	
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>	X	
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>	X	
b Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>	X	
c Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>		X
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	X	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>	X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI, XII, and XIII</i>		X
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional</i>	X	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>	X	
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? <i>If "Yes," complete Schedule F, Parts II and IV</i>	X	
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? <i>If "Yes," complete Schedule F, Parts III and IV</i>		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>	X	
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		

Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	X	
22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>		X
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	X	
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25</i>		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>		X
26 Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i>		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	X	
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>	X	
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1</i>	X	
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
b Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19?	X	

Note. All Form 990 filers are required to complete Schedule O

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response to any question in this Part V

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable. 66		
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable. 0		
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	X	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return. 64		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)	X	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		X
b	If "Yes," enter the name of the foreign country: See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7 Organizations that may receive deductible contributions under section 170(c).			
a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	X	
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	X	
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
d	If "Yes," indicate the number of Forms 8282 filed during the year. 7d		
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		
8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?			
9 Sponsoring organizations maintaining donor advised funds.			
a	Did the organization make any taxable distributions under section 4966?		X
b	Did the organization make a distribution to a donor, donor advisor, or related person?		X
10 Section 501(c)(7) organizations. Enter:			
a	Initiation fees and capital contributions included on Part VIII, line 12. 10a		
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities. 10b		
11 Section 501(c)(12) organizations. Enter:			
a	Gross income from members or shareholders. 11a		
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them). 11b		
12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?			
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year. 12b		
13 Section 501(c)(29) qualified nonprofit health insurance issuers.			
a	Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.		
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans. 13b		
c	Enter the amount of reserves on hand. 13c		
14a Did the organization receive any payments for indoor tanning services during the tax year?			
b If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O			

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response to any question in this Part VI

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.		
	28		
b	Enter the number of voting members included in line 1a, above, who are independent		
	27		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	X	
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6	Did the organization have members or stockholders?	X	
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		X
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a	The governing body?	X	
b	Each committee with authority to act on behalf of the governing body?	X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?	X	
b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	X	
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	X	
b	Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13	X	
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	X	
13	Did the organization have a written whistleblower policy?	X	
14	Did the organization have a written document retention and destruction policy?	X	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a	The organization's CEO, Executive Director, or top management official	X	
b	Other officers or key employees of the organization	X	
	If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions)		
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		
	16b		

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed **AZ**
- 18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
 Own website Another's website Upon request
- 19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
- 20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization **▶**
PAUL VELASKI - 602-381-1400
2201 E CAMELBACK, SUITE 405B, PHOENIX, AZ 85016

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response to any question in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee "
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) ELLEN STEELE ALLARE DIRECTOR/SECRETARY	4.00	X		X				0.	0.	0.
(2) GERALD BISGROVE PAST CHAIRMAN	1.00	X						0.	0.	0.
(3) CAROL PARRY FOX DIRECTOR	1.00	X						0.	0.	0.
(4) SHARON HARPER DIRECTOR	1.00	X						0.	0.	0.
(5) MARILYN HARRIS DIRECTOR	1.00	X						0.	0.	0.
(6) WILLIAM J. HODGES DIRECTOR/CHAIRMAN	6.00	X		X				0.	0.	0.
(7) MICHAEL E. KELLY DIRECTOR	1.00	X						0.	0.	0.
(8) BETSEY BAYLESS DIRECTOR	1.00	X						0.	0.	0.
(9) NEAL KURN PAST CHAIRMAN	1.00	X						0.	0.	0.
(10) GRACE Y. LAU DIRECTOR	1.00	X						0.	0.	0.
(11) MARJORIE M. MCCLANAHAN DIRECTOR	4.00	X						0.	0.	0.
(12) RICHARD SILVERMAN PAST CHAIRMAN	1.00	X						0.	0.	0.
(13) RICHARD SNELL PAST CHAIRMAN	1.00	X						0.	0.	0.
(14) RICHARD H. WHITNEY PAST CHAIRMAN	1.00	X						0.	0.	0.
(15) SUSAN BUDINGER DIRECTOR	1.00	X						0.	0.	0.
(16) WILLIAM V. ANDREW DIRECTOR	1.00	X						0.	0.	0.
(17) TONY ASTORGA DIRECTOR/TREASURER	1.00	X		X				0.	0.	0.

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(18) JOHN GOGOLAK DIRECTOR	1.00	X						0.	0.	0.
(19) DAVID C. MAURER DIRECTOR	1.00	X						0.	0.	0.
(20) DENISE D. RESNIK DIRECTOR	1.00	X						0.	0.	0.
(21) HAL TASHMAN DIRECTOR	1.00	X						0.	0.	0.
(22) SHELLEY COHN DIRECTOR	1.00	X						0.	0.	0.
(23) PAULINA VAZQUEZ MORRIS DIRECTOR	1.00	X						0.	0.	0.
(24) JOHN O. WHITEMAN DIRECTOR	1.00	X						0.	0.	0.
(25) ROBERT S. DIAMOND DIRECTOR	1.00	X						0.	0.	0.
(26) FREDERICK M. PAKIS DIRECTOR	1.00	X						0.	0.	0.
1b Sub-total								0.	0.	0.
c Total from continuation sheets to Part VII, Section A								1,344,966.	0.	140,278.
d Total (add lines 1b and 1c)								1,344,966.	0.	140,278.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **8**

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual	X	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year

(A) Name and business address	(B) Description of services	(C) Compensation
PARKS & CO 4144 N 44TH ST, STE A-2, PHOENIX, AZ 85018	PUBLIC RELATIONS	425,004.
CENTERED NETWORKS PIER 33 NORTH, SAN FRANCISCO, CA 94111	IT SUPPORT	135,528.
HANDSON GREATER PHOENIX 5151 N 19TH AVE, STE 200, PHOENIX, AZ 85015	CONSULTING	135,492.
ALLIANCE OF ARIZONA NON PROFITS P.O BOX 16162, PHOENIX, AZ 85011	PROJECT MANAGEMENT	120,842.

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **7**

SEE PART VII, SECTION A CONTINUATION SHEETS

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(27) ROBERT DELGADO PAST CHAIRMAN	1.00	X					0.	0.	0.	
(28) BENNETT DORRANCE PAST CHAIRMAN	1.00	X					0.	0.	0.	
(29) BERT GETZ PAST CHAIRMAN	1.00	X					0.	0.	0.	
(30) RON BUTLER DIRECTOR	1.00	X					0.	0.	0.	
(31) PAUL J. LUNA DIRECTOR	1.00	X					0.	0.	0.	
(32) MARY MARTUSCELLI DIRECTOR	1.00	X					0.	0.	0.	
(33) KAREN NICODEMUS DIRECTOR	1.00	X					0.	0.	0.	
(34) STEVEN G. SELEZNOW DIRECTOR, PRESIDENT & CEO	45.00	X		X			343,144.	0.	9,280.	
(35) JACK DAVIS DIRECTOR/VICE CHAIRMAN	1.00	X		X			0.	0.	0.	
(36) BARBARA POLEY DIRECTOR	1.00	X					0.	0.	0.	
(37) JULIA ROSEN DIRECTOR	1.00	X					0.	0.	0.	
(38) JAMES W. RYAN DIRECTOR	1.00	X					0.	0.	0.	
(39) W. DAVID CONNELL DIRECTOR	1.00	X					0.	0.	0.	
(40) GENE D'ADAMO DIRECTOR	1.00	X					0.	0.	0.	
(41) HERBERT M KAUFMAN DIRECTOR	1.00	X					0.	0.	0.	
(42) DEBORAH A. WHITEHURST INTERIM CEO/CONSULTANT	45.00			X			135,329.	0.	5,472.	
(43) PAUL VELASKI CFO	45.00			X			166,819.	0.	20,582.	
(44) JACQUELINE R. ALLING CHIEF PHILANTHROPIC SVCS.	45.00				X		169,423.	0.	25,752.	
(45) JAMES R. PITOPSKY CHIEF STRATEGY OFFICER	45.00				X		169,988.	0.	18,290.	
(46) JAMES HENSLEY DIRECTOR OF DORRANCE PROG.	45.00					X	138,254.	0.	22,962.	
Total to Part VII, Section A, line 1c										

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(47) KERRIE L. BAINUM DEPUTY FINANCE OFFICER	45.00					X		109,454.	0.	19,407.
(48) MEGAN BROWNELL CHIEF COMMUNICATIONS OFFICER	45.00					X		112,555.	0.	18,533.
Total to Part VII, Section A, line 1c								1,344,966.		140,278.

Part VIII Statement of Revenue

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a					
	b Membership dues	1b					
	c Fundraising events	1c					
	d Related organizations	1d	35,507.				
	e Government grants (contributions)	1e	97,172.				
	f All other contributions, gifts, grants, and similar amounts not included above	1f	36,092,182.				
	g Noncash contributions included in lines 1a-1f \$		6,359,344.				
	h Total. Add lines 1a-1f		36,224,861.				
	Program Service Revenue	2 a ADMIN. FEES	Business Code 511110	1042347.	1042347.		
b							
c							
d							
e							
f All other program service revenue							
g Total. Add lines 2a-2f			1042347.				
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)		4856504.			4,856,504.	
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties						
	6 a Gross rents	(i) Real	100670.				
		(ii) Personal					
		b Less: rental expenses	0.				
		c Rental income or (loss)	100670.				
	d Net rental income or (loss)		100,670.			100,670.	
	7 a Gross amount from sales of assets other than inventory	(i) Securities	81,676,457.				
		(ii) Other	3,414.				
		b Less: cost or other basis and sales expenses	74,929,064.				
		c Gain or (loss)	6,747,393.	<6,526.>			
	d Net gain or (loss)		6740867.			6,740,867.	
	8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	a	282142.				
		b Less: direct expenses	b	188244.			
c Net income or (loss) from fundraising events			93,898.			93,898.	
9 a Gross income from gaming activities See Part IV, line 19	a						
	b Less: direct expenses	b					
	c Net income or (loss) from gaming activities						
10 a Gross sales of inventory, less returns and allowances	a						
	b Less: cost of goods sold	b					
	c Net income or (loss) from sales of inventory						
Miscellaneous Revenue		Business Code					
11 a LIFE INSURANCE POLICY	900099	500,000.			500,000.		
b MISC. INCOME	900099	32,393.			32,393.		
c CLASS ACTION SETTLEMEN	900099	14,861.			14,861.		
d All other revenue							
e Total. Add lines 11a-11d		547,254.					
12 Total revenue. See instructions.		49,606,401.	1042347.	0.	12,339,193.		

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D)

Check if Schedule O contains a response to any question in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21	29,927,731.	29,927,731.		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16	76,507.	76,507.		
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	1,114,165.	120,188.	605,416.	388,561.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	2,552,773.	774,556.	1,054,981.	723,236.
8 Pension plan accruals and contributions (include section 401(k) and section 403(b) employer contributions)	252,846.	66,738.	116,578.	69,530.
9 Other employee benefits	120,835.	60,017.	57,130.	3,688.
10 Payroll taxes	233,153.	60,610.	104,241.	68,302.
11 Fees for services (non-employees):				
a Management	398,687.	261,648.	135,044.	1,995.
b Legal	99,622.	22,309.	77,313.	
c Accounting	128,091.		128,091.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees	514,983.		514,983.	
g Other	393,860.	393,860.		
12 Advertising and promotion	1,031,084.	791,289.	106,793.	133,002.
13 Office expenses	332,559.	89,930.	210,967.	31,662.
14 Information technology	263,705.	27,222.	235,753.	730.
15 Royalties				
16 Occupancy	426,302.	92,922.	284,180.	49,200.
17 Travel	229,625.	124,407.	53,482.	51,736.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest	74.		74.	
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	56,405.		56,405.	
23 Insurance	75,599.	15,611.	58,920.	1,068.
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a MISC PROGRAM EXPENSES	930,220.	930,220.		
b REAL PROPERTY EXPENSE	196,664.		196,664.	
c HOSTED MEETINGS	108,836.	44,646.	42,740.	21,450.
d DUES & PUBLICATIONS	100,268.	31,595.	55,272.	13,401.
e All other expenses	201,736.	41,685.	159,709.	342.
25 Total functional expenses. Add lines 1 through 24e	39,766,330.	33,953,691.	4,254,736.	1,557,903.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Check here if following SOP 98-2 (ASC 958-720)

Part X Balance Sheet

		(A) Beginning of year		(B) End of year	
Assets	1	Cash - non-interest-bearing	329,973.	1	352,503.
	2	Savings and temporary cash investments	6,514,853.	2	10,980,144.
	3	Pledges and grants receivable, net	7,969,603.	3	6,859,951.
	4	Accounts receivable, net	11,585.	4	11,083.
	5	Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6	Receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions)		6	
	7	Notes and loans receivable, net	1,746,533.	7	3,524,581.
	8	Inventories for sale or use		8	
	9	Prepaid expenses and deferred charges	62,612.	9	40,120.
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 4,246,682.		
	b	Less: accumulated depreciation	10b 223,051.	10c	4,023,631.
	11	Investments - publicly traded securities	63,919,763.	11	65,677,875.
	12	Investments - other securities. See Part IV, line 11	261,836,901.	12	259,084,041.
	13	Investments - program-related. See Part IV, line 11		13	
	14	Intangible assets		14	
	15	Other assets. See Part IV, line 11	86,916.	15	1,025,006.
16	Total assets. Add lines 1 through 15 (must equal line 34)	345,006,244.	16	351,578,935.	
Liabilities	17	Accounts payable and accrued expenses	310,169.	17	351,340.
	18	Grants payable	2,332,463.	18	763,399.
	19	Deferred revenue		19	
	20	Tax-exempt bond liabilities		20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D	28,783,986.	21	28,242,585.
	22	Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23	Secured mortgages and notes payable to unrelated third parties		23	
	24	Unsecured notes and loans payable to unrelated third parties		24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	10,371,938.	25	14,113,696.
	26	Total liabilities. Add lines 17 through 25	41,798,556.	26	43,471,020.
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.				
	27	Unrestricted net assets	290,454,302.	27	291,710,556.
	28	Temporarily restricted net assets	12,753,386.	28	16,397,359.
	29	Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.				
	30	Capital stock or trust principal, or current funds		30	
	31	Paid-in or capital surplus, or land, building, or equipment fund		31	
	32	Retained earnings, endowment, accumulated income, or other funds		32	
33	Total net assets or fund balances	303,207,688.	33	308,107,915.	
34	Total liabilities and net assets/fund balances	345,006,244.	34	351,578,935.	

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	49,606,401.
2	Total expenses (must equal Part IX, column (A), line 25)	2	39,766,330.
3	Revenue less expenses Subtract line 2 from line 1	3	9,840,071.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	303,207,688.
5	Other changes in net assets or fund balances (explain in Schedule O)	5	<4,939,844.>
6	Net assets or fund balances at end of year. Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	308,107,915.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII

- 1 Accounting method used to prepare the Form 990: Cash Accrual Other _____
 If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.
- 2a Were the organization's financial statements compiled or reviewed by an independent accountant?
- b Were the organization's financial statements audited by an independent accountant?
- c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?
 If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.
- d If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both.
 Separate basis Consolidated basis Both consolidated and separate basis
- 3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?
- b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits

	Yes	No
2a		X
2b	X	
2c	X	
3a		X
3b		

Form 990 (2011)

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047

2011

Open to Public Inspection

Name of the organization **ARIZONA COMMUNITY FOUNDATION** Employer identification number **86-0348306**

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1 A church, convention of churches, or association of churches described in section 170(b)(1)(A)(i).
- 2 A school described in section 170(b)(1)(A)(ii). (Attach Schedule E)
- 3 A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).
- 4 A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state.
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(iv). (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 8 A community trust described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 9 An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Complete Part III.)
- 10 An organization organized and operated exclusively to test for public safety. See section 509(a)(4).
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See section 509(a)(3). Check the box that describes the type of supporting organization and complete lines 11e through 11h.
 - a Type I
 - b Type II
 - c Type III - Functionally integrated
 - d Type III - Other
- e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?
 - (i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?
 - (ii) A family member of a person described in (i) above?
 - (iii) A 35% controlled entity of a person described in (i) or (ii) above?
- h Provide the following information about the supported organization(s)

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col. (i) listed in your governing document?		(v) Did you notify the organization in col. (i) of your support?		(vi) Is the organization in col. (i) organized in the U.S.?		(vii) Amount of support
			Yes	No	Yes	No	Yes	No	
Total									

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants")	31,269,797.	41,928,500.	35,291,247.	45,484,596.	36,224,861.	190,199,001.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	31,269,797.	41,928,500.	35,291,247.	45,484,596.	36,224,861.	190,199,001.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						19,615,645.
6 Public support. Subtract line 5 from line 4						170,583,356.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
7 Amounts from line 4	31,269,797.	41,928,500.	35,291,247.	45,484,596.	36,224,861.	190,199,001.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	7,111,946.	5,200,132.	4,640,805.	4,524,759.	4,957,174.	26,434,816.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)	85,982.	127,238.	95,656.	145,893.	547,254.	1,002,023.
11 Total support. Add lines 7 through 10						217,635,840.
12 Gross receipts from related activities, etc. (see instructions)					12	6,642,620.
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2011 (line 6, column (f) divided by line 11, column (f))	14	78.38	%
15 Public support percentage from 2010 Schedule A, Part II, line 14	15	76.50	%
16a 33 1/3% support test - 2011. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization <input checked="" type="checkbox"/>			
b 33 1/3% support test - 2010. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization <input type="checkbox"/>			
17a 10% -facts-and-circumstances test - 2011. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization <input type="checkbox"/>			
b 10% -facts-and-circumstances test - 2010. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization <input type="checkbox"/>			
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions <input type="checkbox"/>			

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support (Subtract line 7c from line 6)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
13 Total support (Add lines 9, 10c, 11, and 12)						

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here

Section C. Computation of Public Support Percentage

15 Public support percentage for 2011 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2010 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2011 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2010 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2011. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

b 33 1/3% support tests - 2010. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

Part IV **Supplemental Information.** Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b, and Part III, line 12. Also complete this part for any additional information (See instructions).

SCHEDULE A, PART II - OTHER INCOME

DESCRIPTION	2007	2008	2009	2010	2011
MISCELLANEOUS INCOME	82,383	127,238	95,656	119,670	32,393
INSURANCE POLICY	3,599	0	0	0	500,000
CLASS ACTION SETTLEMENTS	0	0	0	26,223	14,861
TOTALS	85,982	127,238	95,656	145,893	547,254

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2011

Open to Public Inspection

Name of the organization

ARIZONA COMMUNITY FOUNDATION

Employer identification number

86-0348306

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year	351	97
2 Aggregate contributions to (during year)	12,923,454.	4,318,443.
3 Aggregate grants from (during year)	14,800,607.	3,373,920.
4 Aggregate value at end of year	118,611,069.	20,862,138.
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

- 1 Purpose(s) of conservation easements held by the organization (check all that apply).
- | | |
|--|--|
| <input type="checkbox"/> Preservation of land for public use (e.g., recreation or education) | <input type="checkbox"/> Preservation of an historically important land area |
| <input type="checkbox"/> Protection of natural habitat | <input type="checkbox"/> Preservation of a certified historic structure |
| <input type="checkbox"/> Preservation of open space | |
- 2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year
- | | Held at the End of the Tax Year |
|--|---------------------------------|
| a Total number of conservation easements | 2a |
| b Total acreage restricted by conservation easements | 2b |
| c Number of conservation easements on a certified historic structure included in (a) | 2c |
| d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register | 2d |
- 3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____
- 4 Number of states where property subject to conservation easement is located ▶ _____
- 5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? Yes No
- 6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ _____
- 7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ _____
- 8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? Yes No
- 9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

- 1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items
- b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items.
- (i) Revenues included in Form 990, Part VIII, line 1 ▶ \$ _____
- (ii) Assets included in Form 990, Part X ▶ \$ _____
- 2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:
- a Revenues included in Form 990, Part VIII, line 1 ▶ \$ _____
- b Assets included in Form 990, Part X ▶ \$ _____

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

- 3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):
- a Public exhibition
 - b Scholarly research
 - c Preservation for future generations
 - d Loan or exchange programs
 - e Other _____
- 4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV.
- 5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

- 1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No
- b If "Yes," explain the arrangement in Part XIV and complete the following table:
- | | Amount |
|---------------------------------|--------|
| c Beginning balance | 1c |
| d Additions during the year | 1d |
| e Distributions during the year | 1e |
| f Ending balance | 1f |
- 2a Did the organization include an amount on Form 990, Part X, line 21? Yes No
- b If "Yes," explain the arrangement in Part XIV

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	290,941,109.	254,632,810.	188,093,748.		
b Contributions	31,808,394.	36,802,015.	29,051,667.		
c Net investment earnings, gains, and losses	<2,410,521.>	26,091,529.	60,956,205.		
d Grants or scholarships	25,092,098.	23,720,771.	20,274,119.		
e Other expenditures for facilities and programs	2,818,933.	1,777,949.	1,786,380.		
f Administrative expenses	3,018,267.	1,086,525.	1,408,311.		
g End of year balance	289,409,684.	290,941,109.	254,632,810.		

- 2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:
- a Board designated or quasi-endowment 98.00 %
 - b Permanent endowment .00 %
 - c Temporarily restricted endowment 2.00 %
- The percentages in lines 2a, 2b, and 2c should equal 100%
- 3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:
- | | Yes | No |
|---|-----|-------------------------------------|
| (i) unrelated organizations | | <input checked="" type="checkbox"/> |
| (ii) related organizations | | <input checked="" type="checkbox"/> |
| b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R? | 3b | |
- 4 Describe in Part XIV the intended uses of the organization's endowment funds

Part VI Land, Buildings, and Equipment. See Form 990, Part X, line 10

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land	2,672,000.			2,672,000.
b Buildings				
c Leasehold improvements		789,854.	50,149.	739,705.
d Equipment		784,828.	172,902.	611,926.
e Other				
Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c))				4,023,631.

Part VII Investments - Other Securities. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests	4,027,043.	END-OF-YEAR MARKET VALUE
(3) Other		
(A) PARTNERSHIP INVESTMENTS	933,124.	END-OF-YEAR MARKET VALUE
(B) CHARITABLE TRUST INT.	23,722,991.	END-OF-YEAR MARKET VALUE
(C) LIFE INSURANCE CONTRACTS	263,740.	END-OF-YEAR MARKET VALUE
(D) POOLED INVESTMENT FUNDS	220,442,164.	END-OF-YEAR MARKET VALUE
(E) MONEY MARKET FUNDS	9,694,979.	END-OF-YEAR MARKET VALUE
(F)		
(G)		
(H)		
(I)		
Total. (Col (b) must equal Form 990, Part X, col (B) line 12.) ▶	259,084,041.	

Part VIII Investments - Program Related. See Form 990, Part X, line 13.

(a) Description of investment type	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. (Col (b) must equal Form 990, Part X, col (B) line 13.) ▶		

Part IX Other Assets. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, col (B) line 15) ▶	

Part X Other Liabilities. See Form 990, Part X, line 25

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) ANNUITY LIABILITIES	13,005,769.
(3) DEFERRED RENT	1,107,927.
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, col (B) line 25.) ▶	14,113,696.

FIN 48 (ASC 740) Footnote In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under 2. FIN 48 (ASC 740)

Part XI Reconciliation of Change in Net Assets from Form 990 to Audited Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	49,606,401.
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	39,766,330.
3	Excess or (deficit) for the year. Subtract line 2 from line 1	3	9,840,071.
4	Net unrealized gains (losses) on investments	4	<5,374,085.>
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV.)	8	<11,508,983.>
9	Total adjustments (net). Add lines 4 through 8	9	<16,883,068.>
10	Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9	10	<7,042,997.>

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements	1	42,242,883.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a	Net unrealized gains on investments	2a	<5,374,085.>
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV.)	2d	<1,989,433.>
e	Add lines 2a through 2d	2e	<7,363,518.>
3	Subtract line 2e from line 1	3	49,606,401.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV.)	4b	
c	Add lines 4a and 4b	4c	0.
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	49,606,401.

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements	1	49,285,880.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIV.)	2d	9,519,550.
e	Add lines 2a through 2d	2e	9,519,550.
3	Subtract line 2e from line 1	3	39,766,330.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV.)	4b	
c	Add lines 4a and 4b	4c	0.
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	39,766,330.

Part XIV Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, line 8; Part XII, lines 2d and 4b; and Part XIII, lines 2d and 4b. Also complete this part to provide any additional information.

PART IV, LINE 2B: BECAUSE MANY CHARITIES DO NOT HAVE THE INHOUSE

EXPERTISE TO CONTROL AND INVEST ENDOWMENT DOLLARS, THE ARIZONA COMMUNITY

FOUNDATION LEVERAGES ITS EXPERTISE IN THE CONTROL AND INVESTMENT OF

CHARITABLE FUNDS TO EXPAND THE CAPACITY OF LOCAL CHARITIES AND INCREASE

THE POOL OF PHILANTHROPIC DOLLARS BY BUILDING DONOR CONFIDENCE IN THE

MANAGEMENT OF THOSE FUNDS. FOR THOSE ORGANIZATIONS WE HELP, THE ARIZONA

COMMUNITY FOUNDATION HOLDS CERTAIN ENDOWMENTS FUNDS ON THEIR BEHALF.

ALTHOUGH EACH ORGANIZATION HAS THE OPTION OF SETTING A PREDETERMINED

Part XIV Supplemental Information (continued)

PAYOUT RATE, EACH ORGANIZATION ALSO HAS THE ABILITY TO REQUEST THE ENTIRE BALANCE AT ANY TIME UPON APPROVAL OF THE CHARITY'S BOARD. IN SOME, BUT NOT ALL, CASES SUCH WITHDRAWALS MUST ALSO BE APPROVED BY THE ARIZONA COMMUNITY FOUNDATION BOARD. ULTIMATELY, ALL INVESTMENT RESULTS ON THOSE FUNDS ACCRUE TO THE BENEFIT OF THE RESPECTIVE CHARITY. ACCORDINGLY, THE ORGANIZATION RECORDS A LIABILITY TO THE CHARITIES FOR THE BALANCE IN THOSE FUNDS ON PART X, LINE 21; HOWEVER, TO IMPROVE TRANSPARANCY, DONATIONS TO, GRANTS FROM AND INVESTMENT INCOME AND EXPENSES OF THOSE FUNDS ARE INCLUDED ON PARTS III, VIII, AND IX OF THE CORE 990 AS WELL AS SCHEDULE B. SCHEDULE D, PARTS XI AND XIII CONTAIN A RECONCILIATION BETWEEN THE RETURN AND THE FINANCIAL STATEMENTS FOR THE CHANGE IN THE FUNDS' NET ASSETS.

PART V, LINE 4: GRANTS AND OTHER PROGRAMMATIC ACTIVITIES SUPPORTING: ARTS, CULTURE, AND HUMANITIES; COMMUNITY, NEIGHBORHOOD & ECONOMIC DEVELOPMENT; EDUCATION, SCHOLARSHIPS; ENVIRONMENT & SPECIES PROTECTION; HEALTH & HUMAN SERVICES; LAW, JUSTICE & PUBLIC SAFETY.

PART X, LINE 2: THE FOUNDATION EVALUATES ITS UNCERTAIN TAX POSITIONS, IF ANY, ON A CONTINUAL BASIS THROUGH REVIEW OF ITS POLICIES AND PROCEDURES, REVIEW OF ITS REGULAR TAX FILINGS, AND DISCUSSIONS WITH OUTSIDE EXPERTS. AT MARCH 31, 2012 AND 2011, MANAGEMENT BELIEVES THE FOUNDATION DID NOT HAVE ANY UNCERTAIN TAX POSITIONS.

PART XI, LINE 8 - OTHER ADJUSTMENTS:

NET CHANGE IN ENDOWMENT LIABILITY	-740,229.
NET CHANGE IN SPLIT INTEREST TRUSTS	1,174,470.
SUPPORT FOUNDATIONS CHANGE IN NET ASSETS	-11,943,224.
TOTAL TO SCHEDULE D, PART XI, LINE 8	-11,508,983.

Part XIV Supplemental Information (continued)

PART XII, LINE 2D - OTHER ADJUSTMENTS:

CHANGE IN ENDOWMENT LIABILITY (REVENUE):	-3,623,521.
SPLIT INTEREST TRUST CHANGE:	1,174,470.
SPECIAL EVENT EXP. INCL. IN REVENUE:	188,244.
INTERFUND CONTRIBUTIONS:	10,586,874.
LOSS ON SALE OF FIXED ASSETS:	6,526.
SUPPORT FOUNDATIONS REVENUE:	1,462,804.
ELIMINATION ENTRIES:	-11,784,830.
TOTAL TO SCHEDULE D, PART XII, LINE 2D	-1,989,433.

PART XIII, LINE 2D - OTHER ADJUSTMENTS:

CHANGE IN ENDOWMENT LIABILITY (EXPENSES):	-2,883,292.
INTERFUND CONTRIBUTIONS:	10,586,874.
SPECIAL EVENT EXP. INCL. IN REVENUE:	188,244.
LOSS ON SALE OF FIXED ASSETS:	6,526.
SUPPORT FOUNDATIONS EXPENSES:	13,406,028.
ELIMINATION ENTRIES:	-11,784,830.
TOTAL TO SCHEDULE D, PART XIII, LINE 2D	9,519,550.

**SCHEDULE F
(Form 990)**

Statement of Activities Outside the United States

OMB No 1545-0047

2011

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

▶ Complete if the organization answered "Yes" to Form 990,
Part IV, line 14b, 15, or 16.
▶ Attach to Form 990. ▶ See separate instructions.

Name of the organization

Employer identification number

ARIZONA COMMUNITY FOUNDATION

86-0348306

Part I General Information on Activities Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 14b.

- For grantmakers. Does the organization maintain records to substantiate the amount of its grants and other assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No
- For grantmakers. Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States
- Activities per Region. (The following Part I, line 3 table can be duplicated if additional space is needed.)

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in region	(d) Activities conducted in region (by type) (e.g., fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures for and investments in region
SUB-SAHARAN AFRICA	0	0	GRANTMAKING		18,947.
EAST ASIA AND THE PACIFIC	0	0	GRANTMAKING		42,560.
EUROPE (INCLUDING ICELAND & GREENLAND)	0	0	GRANTMAKING		15,000.
3 a Sub-total	0	0			76,507.
b Total from continuation sheets to Part I	0	0			0.
c Totals (add lines 3a and 3b)	0	0			76,507.

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule F (Form 990) 2011

Part II Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Check this box if no one recipient received more than \$5,000



Part II can be duplicated if additional space is needed.

1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
		SUB-SAHARAN AFRICA	SUPPORT FOR THE MARIA REED MONTESSORI PRESCHOOL	8,960.		0.		
		EAST ASIA AND THE PACIFIC	JAPAN EARTHQUAKE RELIEF	10,000.		0.		
		EUROPE (INCLUDING ICELAND & GREENLAND)	RESTORATION OF MAIN ENTRY DOORS TO THE CHURCH MADONNA DEL SUFFRAGGIO.	15,000.		0.		
		EAST ASIA AND THE PACIFIC	DISTRIBUTE FREE WHEELCHAIRS TO DISABLED POOR IN DEVELOPING COUNTRIES	32,560.		0.		
		SUB-SAHARAN AFRICA	PROGRAM SUPPORT	9,987.		0.		

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter

3 Enter total number of other organizations or entities

5

Part III Grants and Other Assistance to Individuals Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 16.

Part III can be duplicated if additional space is needed

(a) Type of grant or assistance	(b) Region	(c) Number of recipients	(d) Amount of cash grant	(e) Manner of cash disbursement	(f) Amount of non-cash assistance	(g) Description of non-cash assistance	(h) Method of valuation (book, FMV, appraisal, other)

Part IV Foreign Forms

- 1 Was the organization a U.S. transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see Instructions for Form 926)* Yes No
- 2 Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to file Form 3520, Annual Return to Report Transactions with Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U.S. Owner (see Instructions for Forms 3520 and 3520-A)* Yes No
- 3 Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons With Respect To Certain Foreign Corporations (see Instructions for Form 5471)* Yes No
- 4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund. (see Instructions for Form 8621)* Yes No
- 5 Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons With Respect To Certain Foreign Partnerships. (see Instructions for Form 8865)* Yes No
- 6 Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to file Form 5713, International Boycott Report (see Instructions for Form 5713)* Yes No

Schedule F (Form 990) 2011

Part V Supplemental Information

Complete this part to provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method, amounts of investments vs. expenditures per region), Part II, line 1 (accounting method), Part III (accounting method), and Part III, column (c) (estimated number of recipients), as applicable Also complete this part to provide any additional information

SCHEDULE F, PART I, LINE 2: ORGANIZATIONS RECEIVING GRANT FUNDING FROM THE ARIZONA COMMUNITY FOUNDATION ARE, IN MOST CASES, REQUIRED TO SUBMIT A FINAL REPORT DESCRIBING THE RESULTS OF THEIR FUNDED PROGRAM OR UPDATE ACF ON THEIR PROGRESS TO DATE. THESE FINAL REPORTS OUTLINE THE RETURN ON INVESTMENT FOR THE GRANTEE, THE DONOR, THE FOUNDATION, THE COMMUNITY AND ANY OTHER STAKEHOLDERS INVOLVED.

Lined area for supplemental information.

SCHEDULE G
(Form 990 or 990-EZ)

Supplemental Information Regarding Fundraising or Gaming Activities

OMB No 1545-0047

2011

Open To Public Inspection

Department of the Treasury
Internal Revenue Service

Complete if the organization answered "Yes" to Form 990, Part IV, lines 17, 18, or 19,
or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.
▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

Name of the organization **ARIZONA COMMUNITY FOUNDATION** Employer identification number **86-0348306**

Part I Fundraising Activities. Complete if the organization answered "Yes" to Form 990, Part IV, line 17. Form 990-EZ filers are not required to complete this part.

- 1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.
- a Mail solicitations e Solicitation of non-government grants
b Internet and email solicitations f Solicitation of government grants
c Phone solicitations g Special fundraising events
d In-person solicitations
- 2 a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? Yes No
- b If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col. (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
Total						

3 List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing.

Part II Fundraising Events. Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events (add col. (a) through col. (c))	
		DINNER (event type)	HISTORY WEEK (event type)	11 (total number)		
Revenue	1	Gross receipts	105,711.	32,047.	144,384.	282,142.
	2	Less: Charitable contributions				
	3	Gross income (line 1 minus line 2)	105,711.	32,047.	144,384.	282,142.
Direct Expenses	4	Cash prizes				
	5	Noncash prizes				
	6	Rent/facility costs				
	7	Food and beverages				
	8	Entertainment				
	9	Other direct expenses	56,259.	31,193.	100,792.	188,244.
	10	Direct expense summary Add lines 4 through 9 in column (d)				(188,244.)
	11	Net income summary Combine line 3, column (d), and line 10				93,898.

Part III Gaming. Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))
Revenue	1	Gross revenue			
Direct Expenses	2	Cash prizes			
	3	Noncash prizes			
	4	Rent/facility costs			
	5	Other direct expenses			
	6	Volunteer labor	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No
	7	Direct expense summary. Add lines 2 through 5 in column (d)			()
	8	Net gaming income summary. Combine line 1, column d, and line 7			

9 Enter the state(s) in which the organization operates gaming activities: _____
 a Is the organization licensed to operate gaming activities in each of these states? Yes No
 b If "No," explain: _____

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? Yes No
 b If "Yes," explain: _____

- 11 Does the organization operate gaming activities with nonmembers? Yes No
- 12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? Yes No
- 13 Indicate the percentage of gaming activity operated in:
- | | | |
|-------------------------------|-----|---|
| a The organization's facility | 13a | % |
| b An outside facility | 13b | % |

14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name ▶ _____

Address ▶ _____

- 15a Does the organization have a contract with a third party from whom the organization receives gaming revenue? Yes No
- b If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ _____ and the amount of gaming revenue retained by the third party ▶ \$ _____.
- c If "Yes," enter name and address of the third party:

Name ▶ _____

Address ▶ _____

16 Gaming manager information:

Name ▶ _____

Gaming manager compensation ▶ \$ _____

Description of services provided ▶ _____

Director/officer Employee Independent contractor

- 17 Mandatory distributions
- a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? Yes No
- b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$ _____

Part IV **Supplemental Information.** Complete this part to provide the explanations required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also complete this part to provide any additional information (see instructions).

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**

Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.

▶ Attach to Form 990.

OMB No 1545-0047

2011

Open to Public
Inspection

Name of the organization **ARIZONA COMMUNITY FOUNDATION** Employer identification number **86-0348306**

Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Part II can be duplicated if additional space is needed

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
1 N 10 P.O. BOX 33367 PHOENIX, AZ 85067	86-0728990	501(C)(3)	12,500.	0.			DROP IN CENTER
A NEW LEAF/MESA CAN 868 E. UNIVERSITY MESA, AZ 85203	86-0558407	501(C)(3)	30,000.	0.			PROGRAM SUPPORT
A STEPPING STONE FOUNDATION P.O. BOX 87149 PHOENIX, AZ 85080	74-2567068	501(C)(3)	12,088.	0.			VARIOUS PROGRAMS
A WELL-FED WORLD 815 OTIS PL. NW WASHINGTON, DC 20010	27-0865905	501(C)(3)	5,000.	0.			PROGRAM SUPPORT
AARP FOUNDATION 601 E ST. NW WASHINGTON, DC 20077	52-0794300	501(C)(3)	5,000.	0.			MILLION DOLLAR CHALLENGE
ABC YOUTH FOUNDATION P.O. BOX 153494 SAN DIEGO, CA 92195	33-0659706	501(C)(3)	100,000.	0.			PROGRAM SUPPORT

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table ▶ **619.**

3 Enter total number of other organizations listed in the line 1 table ▶

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule I (Form 990) (2011)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ABT PERFORMING/CANCER OUTREACH 7701 W. PARADISE LN. PEORIA, AZ 85382	87-0794123	501(C)(3)	5,169.	0.			VARIOUS PROGRAMS
ACCEL-AZ CTRS FOR COMPREHEN EDUC AND LIFE-SKILLS - 10251 N. 35TH AVE. - PHOENIX, AZ 85051	95-3497070	501(C)(3)	20,000.	0.			WIRED FOR LIFE, INTERACTIVE TECHNOLOGY INTEGRATION PROJECT
ACCION NEW MEXICO, ARIZONA, COLORADO - 2000 ZEARING AVENUE - ALBUQUERQUE, NM 87104	85-0417347	501(C)(3)	5,000.	0.			ASSET DEVELOPMENT ACTIVITIES IN ARIZONA
AFS-USA 1 WHITEHALL ST. 2ND FL. NEW YORK, NY 10004	39-1711417	501(C)(3)	25,000.	0.			INTERCULTURAL PROGRAMS
AID TO ADOPTION OF SPECIAL KIDS (AASK) - 2320 N. 20TH ST. - PHOENIX, AZ 85006	86-0611935	501(C)(3)	5,000.	0.			GENERAL PROGRAM OPERATIONS
ALDEA MONTESSORI SCHOOL 15639 N. 40TH ST. PHOENIX, AZ 85032	86-1019592	501(C)(3)	35,000.	0.			SCHOLARSHIPS
ALHAMBRA FOUNDATION FOR THE FUTURE 4510 N. 37TH AVENUE PHOENIX, AZ 85019	86-0729940	501(C)(3)	14,008.	0.			ANNUAL SUPPORT
ALICE'S PLACE P.O. BOX 904 WINSLOW, AZ 86047	86-1003669	501(C)(3)	25,000.	0.			SHELTER FOR DOMESTIC VIOLENCE VICTIMS
ALL SAINTS' EPISCOPAL CHURCH 6300 N. CENTRAL AVE. PHOENIX, AZ 85012	86-0133389	501(C)(3)	8,000.	0.			UNRESTRICTED SUPPORT

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ALL SAINTS' EPISCOPAL DAY SCHOOL 6300 N. CENTRAL AVE. PHOENIX, AZ 85012	86-0133389	501(C)(3)	16,808.	0.			GENERAL PROGRAM SUPPORT
ALLIANCE OF ARIZONA NONPROFITS 5150 N. 16TH ST. #C152 PHOENIX, AZ 85016	20-2529887	501(C)(3)	13,960.	0.			DATA AND WEB INTEGRATION
ALZHEIMER'S ASSOC - DESERT SW - CENTRAL AZ - 1028 E. MCDOWELL RD. - PHOENIX, AZ 85006	86-0402582	501(C)(3)	10,090.	0.			VARIOUS PROGRAMS
ALZHEIMER'S ASSOC - DESERT SW - NO. REGION - 3111 CLEARWATER DR. #A - PRESCOTT, AZ 86305	86-0402582	501(C)(3)	7,000.	0.			VARIOUS PROGRAMS
AMERICAN CANCER SOCIETY 4550 E. BELL RD. #126 PHOENIX, AZ 85032	13-1788491	501(C)(3)	46,217.	0.			VARIOUS PROGRAMS
AMERICAN DIABETES ASSOCIATION P.O. BOX 11454 ALEXANDRIA, VA 22312	13-1623888	501(C)(3)	22,646.	0.			CAMP AZDA
AMERICAN HEART ASSOCIATION 2929 S. 48TH ST. TEMPE, AZ 85282	13-5613797	501(C)(3)	28,377.	0.			PROGRAM SUPPORT
AMERICAN RED CROSS - GRAND CANYON CHAPTER - 6135 N. BLACK CANYON HWY. - PHOENIX, AZ 85015	53-0196605	501(C)(3)	45,817.	0.			VARIOUS PROGRAMS
AMERICAN RED CROSS - NATIONAL CHAPTER - P.O. BOX 96098 - WASHINGTON, DC 20090	53-0196605	501(C)(3)	5,500.	0.			VARIOUS PROGRAMS

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
AMERICAN RED CROSS - SOUTHERN ARIZONA CHAPTER - 2916 E. BROADWAY BLVD. - TUCSON, AZ 85716	86-0098908	501(C)(3)	5,000.	0.			HEALTH AND HUMAN SERVICES
ANDRE HOUSE OF ARIZONA, INC. P.O. BOX 2014 PHOENIX, AZ 85001	86-0717841	501(C)(3)	10,028.	0.			PROGRAM SUPPORT
ANDREA'S CLOSET 9299 W. OLIVE RD. #111 PEORIA, AZ 85345	34-2048629	501(C)(3)	5,000.	0.			TOYS FOR THE HOSPITAL CLOSETS IN THE CHILDREN'S WARD
ANGELS ON PATROL 3217 E. SHEA BLVD. #2-468 PHOENIX, AZ 85028	27-5070691	501(C)(3)	11,000.	0.			GENERAL PROGRAM SUPPORT
ANYBODY CAN YOUTH RESORTS FOUNDATION - P.O. BOX 153494 - SAN DIEGO, CA 92195	33-0659706	501(C)(3)	100,000.	0.			UNRESTRICTED SUPPORT
APALACHICOLA BAY AND RIVER KEEPER INC. - P.O. BOX 8 - APALACHICOLA, FL 32329	59-3550426	501(C)(3)	5,000.	0.			GENERAL OPERATIONS SUPPORT
AREA AGENCY ON AGING, REGION ONE, INC. - 1366 E. THOMAS RD. #108 - PHOENIX, AZ 85014	74-2371957	501(C)(3)	41,511.	0.			HOME DELIVERED MEALS
ARIZONA ANIMAL WELFARE LEAGUE 30 N. 40TH PL. PHOENIX, AZ 85034	23-7149453	501(C)(3)	35,880.	0.			PROGRAM SUPPORT
ARIZONA ARTS CIRCLE, LTD. 15849 N. 71ST ST. #132 SCOTTSDALE, AZ 85254	86-1037482	501(C)(3)	12,000.	0.			GENERAL OPERATING SUPPORT

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ARIZONA BRIDGE TO INDEPENDENT LIVING - 1229 E. WASHINGTON ST. - PHOENIX, AZ 85034	86-0486447	501(C)(3)	16,297.	0.			PROGRAMS DEALING WITH SPINAL CORD INJURIES
ARIZONA CACTUS-PINE GIRL SCOUT COUNCIL - 119 E. CORONADO RD. - PHOENIX, AZ 85004	86-0133397	501(C)(3)	143,467.	0.			CAMPING PROGRAM SUPPORT
ARIZONA CANCER CENTER/UAF P.O. BOX 245013 TUCSON, AZ 85724	86-6050388	501(C)(3)	60,250.	0.			CANCER RESEARCH
ARIZONA CAPITOL BROADCAST EDUCATION FOUNDATION - 422 E. BARBARITA AVE. - GILBERT, AZ 85234	26-3701894	501(C)(3)	18,155.	0.			PROGRAM SUPPORT
ARIZONA CHRISTIAN UNIVERSITY 2625 E. CACTUS RD. PHOENIX, AZ 85032	86-0186050	501(C)(3)	25,000.	0.			INSTITUTIONAL SUPPORT
ARIZONA COLLEGE SCHOLARSHIP FOUNDATION - 4040 E. CAMELBACK RD. #220 - PHOENIX, AZ 85018	20-2366755	501(C)(3)	280,000.	0.			VARIOUS PROGRAMS
ARIZONA COMMISSION ON THE ARTS 417 W. ROOSEVELT ST. PHOENIX, AZ 85003	86-6004791	GOVERNMENT	75,226.	0.			PROGRAM SUPPORT
ARIZONA FOUNDATION FOR EYE HEALTH 4602 N. 16TH ST. #301 PHOENIX, AZ 85016	86-0943010	501(C)(3)	21,600.	0.			PROGRAM SUPPORT
ARIZONA FOUNDATION FOR WOMEN 2828 N. CENTRAL AVE. #1200 PHOENIX, AZ 85004	86-0789956	501(C)(3)	148,948.	0.			VARIOUS PROGRAMS

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ARIZONA FRIENDS OF FOSTER CHILDREN 7200 W. BELL ROAD #H-102 GLENDALE, AZ 85308	86-0468850	501(C)(3)	12,500.	0.			AFFCF IT RENOVATION
ARIZONA GRANTMAKERS FORUM 2201 E. CAMELBACK RD. #405B PHOENIX, AZ 85016	86-1040394	501(C)(3)	13,750.	0.			PROGRAM SUPPORT
ARIZONA HANDS & VOICES P.O. BOX 50423 PHOENIX, AZ 85076	20-8396619	501(C)(3)	20,000.	0.			BUILDING A STRONG HANDS AND VOICES
ARIZONA HEAD START ASSOCIATION 2525 S. RURAL RD. TEMPE, AZ 85282	86-0815229	501(C)(3)	10,000.	0.			WEBSITE UPGRADES AND MAINTENANCE
ARIZONA HISTORICAL SOCIETY 949 E. SECOND ST. TUCSON, AZ 85719	86-1015752	501(C)(3)	54,998.	0.			PROGRAM SUPPORT
ARIZONA HUMANE SOCIETY 1521 W. DOBBINS RD. PHOENIX, AZ 85041	86-0135567	501(C)(3)	51,784.	0.			VARIOUS PROGRAMS
ARIZONA INSTITUTE OF PUBLIC LIFE 1802 E. THOMAS RD. #15 PHOENIX, AZ 85016	86-0829547	501(C)(3)	9,900.	0.			VARIOUS PROGRAMS
ARIZONA JEWISH HISTORICAL SOCIETY 122 E. CULVER ST. PHOENIX, AZ 85004	86-0410245	501(C)(3)	5,250.	0.			PROGRAM SUPPORT
ARIZONA LIONS VISION CENTER, INC. 1016 N. 32ND ST. #2 PHOENIX, AZ 85008	86-0289608	501(C)(3)	20,000.	0.			NEW TRUCK FOR THE ARIZONA MEDICAL EYE UNIT

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ARIZONA LITERACY & LEARNING CENTER 14001 N. SEVENTH ST. #F-112 PHOENIX, AZ 85022	86-1032912	501(C)(3)	20,000.	0.			BUILDING A SUSTAINABLE ORGANIZATION
ARIZONA LUTHERAN ACADEMY 6036 S. 27TH AVE. PHOENIX, AZ 85041	86-0340614	501(C)(3)	49,000.	0.			EDUCATION OF SAN CARLOS APACHE CHILDREN
ARIZONA MUSICFEST P.O. BOX 5254 CAREFREE, AZ 85377	86-1034396	501(C)(3)	5,000.	0.			MUSIC EDUCATION
ARIZONA NATIONAL LIVESTOCK SHOW 1826 W. MCDOWELL RD. PHOENIX, AZ 85007	86-0187686	501(C)(3)	20,000.	0.			SCHOLARSHIP PROGRAM
ARIZONA OPERA COMPANY 4600 N. 12TH ST. PHOENIX, AZ 85014	23-7169261	501(C)(3)	27,461.	0.			PROGRAM SUPPORT
ARIZONA ORGANIZING PROJECT 5025 N. CENTRAL AVE. #534 PHOENIX, AZ 85012	86-0975231	501(C)(3)	20,000.	0.			PROGRAM SUPPORT
ARIZONA RECREATION CENTER FOR THE HANDICAPPED - 1550 W. COLTER ST. - PHOENIX, AZ 85015	86-0310253	501(C)(3)	25,000.	0.			PROGRAM SUPPORT
ARIZONA SCIENCE CENTER 600 E. WASHINGTON ST. PHOENIX, AZ 85004	86-0390558	501(C)(3)	57,359.	0.			VARIOUS PROGRAMS
ARIZONA SONORA DESERT MUSEUM 2021 N. KINNEY RD. TUCSON, AZ 85743	86-0111675	501(C)(3)	5,000.	0.			REPTILE RENOVATION PROJECT

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ARIZONA SPORTS COUNCIL 2120 E. SIXTH ST. #4 TEMPE, AZ 85281	86-0717395	501(C)(3)	25,000.	0.			SUMMER AND NATIVE GAMES 2011
ARIZONA STATE BOARD FOR CHARTER SCHOOLS - 1700 W. WASHINGTON ST. #164 - PHOENIX, AZ 85007	86-6004791	GOVERNMENT	7,000.	0.			MATCH FUNDING FOR NATIONAL GRANT OPPORTUNITY
ARIZONA STATE UNIVERSITY P.O. BOX 873503 TEMPE, AZ 85287	86-6051042	GOVERNMENT	10,325.	0.			ASU BARRETT SUMMER SCHOLARS PROGRAM
ARIZONA STATE UNIVERSITY FOUNDATION - P.O. BOX 2260 - TEMPE, AZ 85280	86-6051042	501(C)(3)	646,450.	0.			VARIOUS PROGRAMS
ARIZONA THEATRE COMPANY 502 W. ROOSEVELT ST. PHOENIX, AZ 85003	86-0211777	501(C)(3)	20,500.	0.			PROGRAM SUPPORT
ARIZONA TRAIL ASSOCIATION, INC. P.O. BOX 36736 PHOENIX, AZ 85067	86-0762149	501(C)(3)	5,000.	0.			TRAIL VOLUNTEER TRAINING, RECOGNITION AND SUPPORT
ARIZONA TRIBAL COMMUNITY DEV. FINANCIAL INSTITUTE - 4520 N. CENTRAL AVE., STE. 590 - PHOENIX, AZ 85012	20-3783879	501(C)(3)	15,791.	0.			ARIZONA NATIVE COALITION CORPORATION
ARIZONA WOMEN'S BOARD 5921 E. INDIAN BEND RD. PARADISE VALLEY, AZ 85253	27-1895934	501(C)(3)	14,650.	0.			AUTHORS LUNCHEON SUPPORT
ARIZONA WOMEN'S EDUCATION & EMPLOYMENT - 640 N. FIRST AVE. - PHOENIX, AZ 85003	86-0412509	501(C)(3)	70,309.	0.			PROGRAM SUPPORT

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ARIZONA ZOOLOGICAL SOCIETY 455 N. GALVIN PKWY PHOENIX, AZ 85008	86-0174843	501(C)(3)	66,470.	0.			VARIOUS PROGRAMS
ARIZONA'S CHILDREN ASSOCIATION 2833 N. THIRD ST. PHOENIX, AZ 85004	86-0096772	501(C)(3)	44,500.	0.			VARIOUS PROGRAMS
ARIZONANS CONCERNED ABOUT SMOKING 525 W. SOUTHERN AVE. #109 MESA, AZ 85210	95-3347438	501(C)(3)	45,250.	0.			PROGRAM SUPPORT
ARLINGTON ELEMENTARY SCHOOL DISTRICT - 9410 S. 355TH AVE. - ARLINGTON, AZ 85322	86-6000502	GOVERNMENT	13,500.	0.			PROGRAM SUPPORT FOR 7 PROGRAMS
ASSISTANCE LEAGUE OF YUMA P.O. BOX 4057 YUMA, AZ 85366	86-6041641	501(C)(3)	5,841.	0.			SCHOOL UNIFORMS FOR DISADVANTAGED CHILDREN
ASSOCIATED JEWISH COMMUNITY FEDERATION - 101 W. MT. ROYAL AVE. - BALTIMORE, MD 21201	52-0607957	501(C)(3)	25,250.	0.			PROGRAM SUPPORT
ASSOCIATION FOR SUPPORTIVE CHILD CARE (ASCC) - 3910 S. RURAL RD. #E - TEMPE, AZ 85282	86-0332919	501(C)(3)	42,904.	0.			PROGRAM SUPPORT
ASSOCIATION OF ARIZONA FOOD BANKS 2100 N. CENTRAL AVE. #230 PHOENIX, AZ 85004	86-0507679	501(C)(3)	23,600.	0.			PROGRAM SUPPORT
AUDUBON ARIZONA 3131 S. CENTRAL AVE. PHOENIX, AZ 85040	13-1624102	501(C)(3)	26,500.	0.			VARIOUS PROGRAMS

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
AZ AGRICULTURAL EDUCATION FFA FDN P.O. BOX 33455 PHOENIX, AZ 85067	86-0531662	501(C)(3)	5,000.	0.			DEVELOPMENT EVENT, SCHOLARSHIP & LEADERSHIP CONF
AZ SCHOOL-BASED/SCHOOL LINKED HEALTH CARE COU - 202 E. MCDOWELL RD. #130 - PHOENIX, AZ 85004	86-0990847	501(C)(3)	18,162.	0.			PROGRAM SUPPORT
BACK TO SCHOOL CLOTHING DRIVE ASSOCIATION - 1212 E. WASHINGTON ST. - PHOENIX, AZ 85034	74-2382265	501(C)(3)	22,000.	0.			PROGRAM SUPPORT
BALLET ARIZONA 3645 E. INDIAN SCHOOL RD. PHOENIX, AZ 85018	86-0367773	501(C)(3)	44,413.	0.			PROGRAM SUPPORT
BANNER HEALTH FOUNDATION OF ARIZONA - 1441 N. 12TH STREET - PHOENIX, AZ 85006	94-2545356	501(C)(3)	50,000.	0.			CAPITAL FUND - BANNER MD ANDERSON CANCER CENTER
BARROW NEUROLOGICAL FOUNDATION 350 W. THOMAS RD. PHOENIX, AZ 85013	86-0174371	501(C)(3)	94,720.	0.			PROGRAM SUPPORT
BE A LEADER FOUNDATION 6850 N. CENTRAL AVE. PHOENIX, AZ 85012	55-0850279	501(C)(3)	35,171.	0.			VARIOUS PROGRAMS
BELLAIRE COMMUNITY FOOD PANTRY 205 E. BROADWAY ST. BELLAIRE, MI 49615	11-3827187	501(C)(3)	5,000.	0.			PROGRAM SUPPORT
BENEFACTORS OF RED ROCK STATE PARK, INC. - 4050 RED ROCK LOOP RD. - SEDONA, AZ 86336	20-0745473	501(C)(3)	10,000.	0.			ENVIRONMENTAL EDUCATION AND CONSERVATION

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BENEVILLA 16752 N. GREASEWOOD ST. SURPRISE, AZ 85374	86-0404687	501(C)(3)	43,760.	0.			PROGRAM SUPPORT
BIG BROTHERS BIG SISTERS OF CENTRAL ARIZONA - 1010 E. MCDOWELL RD. #400 - PHOENIX, AZ 85006	86-0205254	501(C)(3)	15,000.	0.			GILA COUNTY MENTORING PROGRAM
BIG BROTHERS BIG SISTERS OF FLAGSTAFF - P.O. BOX 1701 - FLAGSTAFF, AZ 86002	23-7170086	501(C)(3)	10,000.	0.			STEP UP MENTORING
BIOACCEL 445 N. FIFTH ST. #120 PHOENIX, AZ 85004	26-2751302	501(C)(3)	5,000.	0.			GENERAL SUPPORT
BISHOP NEUMANN HIGH SCHOOL 232 S. LINDEN WAHOO, NE 68066	47-0632908	501(C)(3)	10,000.	0.			UNRESTRICTED SUPPORT
BLACK CANYON TRAIL COALITION P.O. BOX 315 BLACK CANYON CITY, AZ 85324	20-4165944	501(C)(3)	5,000.	0.			EQUESTRIAN PARK AND TRAILHEAD DEVELOPMENT
BONNIE J. ADDARIO LUNG CANCER FOUNDATION - 601 4TH ST. #215 - SAN FRANCISCO, CA 94107	20-4417327	501(C)(3)	20,000.	0.			PROGRAM SUPPORT
BOTHANDS, INC. P.O. BOX 30134 FLAGSTAFF, AZ 86003	86-0732457	501(C)(3)	15,900.	0.			PROJECT SAM
BOURGADE CATHOLIC HIGH SCHOOL 4602 N. 31ST AVE. PHOENIX, AZ 85017	26-2785451	501(C)(3)	10,500.	0.			EDUCATION OF SAN CARLOS APACHE CHILD

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BOY SCOUTS OF AMERICA 241 KENNEDY DR. TORRINGTON, CT 06790	06-0662110	501(C)(3)	5,119.	0.			ANNUAL SUPPORT
BOY SCOUTS OF AMERICA-GRAND CANYON COUNCIL #10 - 2969 N. GREENFIELD RD. - PHOENIX, AZ 85016	86-0101295	501(C)(3)	16,388.	0.			CAMP GERONIMO
BOYS & GIRLS CLUBS OF KING COUNTY 603 STEWART STREET #300 SEATTLE, WA 98101	91-0532600	501(C)(3)	20,000.	0.			GENERAL OPERATIONS
BOYS & GIRLS CLUBS OF METRO PHOENIX - 2645 N. 24TH ST. - PHOENIX, AZ 85008	86-0107639	501(C)(3)	175,342.	0.			VARIOUS PROGRAMS
BOYS & GIRLS CLUBS OF SCOTTSDALE 10515 E. LAKEVIEW DR. SCOTTSDALE, AZ 85258	86-0767778	501(C)(3)	10,500.	0.			GREATER SCOTTSDALE SUMMER PROGRAM
BOYS & GIRLS CLUBS OF YUMA P.O. BOX 6227 YUMA, AZ 85364	94-1156347	501(C)(3)	9,000.	0.			FOCUS ON TECHNOLOGY
BOYS AND GIRLS CLUB OF BISBEE P.O. BOX 5205 BISBEE, AZ 85603	86-0986317	501(C)(3)	153,986.	0.			PROGRAM SUPPORT
BOYS HOPE GIRLS HOPE OF ARIZONA 3443 N. CENTRAL AVE. #713 PHOENIX, AZ 85012	86-0630295	501(C)(3)	23,500.	0.			UNDERPRIVILEGED STUDENTS
BROPHY COLLEGE PREPARATORY 4701 N. CENTRAL AVE. PHOENIX, AZ 85012	86-0119984	501(C)(3)	133,000.	0.			VARIOUS PROGRAMS

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BURBANK INTERNATIONAL FILM FESTIVAL - 2600 W. OLIVE AVE. #500 - BURBANK, CA 91505	26-2507051	501(C)(3)	8,000.	0.			RECOGNITION OF KARI KOERPER AND JOHNETT KENT'S HARD WORK
CAMELBACK HIGH SCHOOL ALUMNI ASSOCIATION - 3219 E. CAMELBACK RD. #471 - PHOENIX, AZ 85018	20-0604476	501(C)(3)	23,635.	0.			VARIOUS PROGRAMS
CAMP COLLEY FOUNDATION 802 N. THIRD AVE. PHOENIX, AZ 85003	16-1706639	501(C)(3)	7,000.	0.			ENVIRONMENTAL STEWARDSHIP SUMMER CAMP FOR PHOENIX YOUTH
CAMP DEL CORAZON 11615 HESBY ST. NORTH HOLLYWOOD, CA 91601	95-4599670	501(C)(3)	60,000.	0.			PAY FOR CAMP TUITION
CAMP SWIFT YOUTH FOUNDATION 7950 E. ACOMA DR. #106 SCOTTSDALE, AZ 85260	86-0793061	501(C)(3)	25,000.	0.			RESIDENTIAL SUMMER CAMP
CAMP VERDE ADULT READING PROGRAM P.O. BOX 733 CAMP VERDE, AZ 86322	74-2379334	501(C)(3)	6,780.	0.			TECHNOLOGY UPGRADES FOR COMPUTER INSTRUCTION
CANYON CLUB OF PAGE FOUNDATION, INC. - P.O. BOX 283 - PAGE, AZ 86040	95-2883529	501(C)(3)	7,463.	0.			HORSEHOE BEND OVERLOOK SHADE STRUCTURE
CAPE COD HEALTHCARE FOUNDATION P.O. BOX 370 HYANNIS, MA 02601	04-3475950	501(C)(3)	37,500.	0.			PROGRAM SUPPORT
CAPE COD TIMES NEEDY FUND, INC. P.O. BOX 804 HYANNIS, MA 02601	22-2480332	501(C)(3)	5,000.	0.			UNRESTRICTED PROGRAM SUPPORT

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CARE FOR THE HORSES P.O. BOX 884 SIERRA VISTA, AZ 85635	71-0917623	501(C)(3)	14,876.	0.			VARIOUS PROGRAMS
CAREFREE CHRISTOPHER COLUMBUS ASSOCIATION - P.O. BOX 1359 - CAREFREE, AZ 85377	86-0863574	501(C)(3)	9,000.	0.			PROGRAM SUPPORT
CARING PLACE 101 QUAPAW HOT SPRINGS, AR 71901	20-3787372	501(C)(3)	10,000.	0.			PROGRAM SUPPORT
CARTWRIGHT SCHOOL DISTRICT #83 3401 N. 67TH AVE. PHOENIX, AZ 85033	86-6000517	GOVERNMENT	20,000.	0.			TARGET EDVENTURES
CASA BRAZIL P.O. BOX 4053 SCOTTSDALE, AZ 85261	81-0611964	501(C)(3)	5,000.	0.			PRESTACAO DE CONTAS PROGRAM
CASA DE LOS NINOS 1101 N. FOURTH AVE. TUCSON, AZ 85705	86-0314595	501(C)(3)	20,000.	0.			VARIOUS AGENCY PROGRAMS
CATHOLIC CHARITIES COMMUNITY SERVICES - 460 N. SWITZER CANYON DR. - FLAGSTAFF, AZ 86001	86-0223999	501(C)(3)	75,000.	0.			AFFORDABLE HOUSING PROJECT
CATHOLIC CHARITIES COMMUNITY SERVICES, INC. - 4747 N. SEVENTH AVE. - PHOENIX, AZ 85013	86-0223999	501(C)(3)	23,200.	0.			PATHS OF HOPE PROSPERITY PROGRAMS, YAVAPAI COUNTY
CATHOLIC COMMUNITY FOUNDATION 400 E. MONROE ST. PHOENIX, AZ 85004	86-0465177	501(C)(3)	5,000.	0.			SCHOLARSHIPS FOR UNDERSERVED CHILDREN IN ELEM & HS

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CATHOLIC COMMUNITY SERVICES-SOUTHERN AZ, INC. - 140 W. SPEEDAY #230 - TUCSON, AZ 85705	86-0100880	501(C)(3)	172,218.	0.			SUPPORT ASSET BUILDING ACTIVITIES
CELEBRITY FIGHT NIGHT FOUNDATION, INC. - 2111 E. HIGHLAND AVE. #135 - PHOENIX, AZ 85016	86-0903119	501(C)(3)	10,500.	0.			BARROWS NEUROLOGICAL FOUNDATION
CENTER FOR TEACHER SUCCESS 141 E. PALM LN. #100 PHOENIX, AZ 85004	86-1047814	501(C)(3)	26,000.	0.			VARIOUS PROGRAMS
CENTER FOR THE FUTURE OF ARIZONA 541 E. VAN BUREN ST. #B-5 PHOENIX, AZ 85004	82-0538372	501(C)(3)	100,000.	0.			VARIOUS PROGRAMS
CENTRAL ARIZONA LAND TRUST INC. P.O. BOX 1050 PRESCOTT, AZ 86302	86-0610154	501(C)(3)	9,875.	0.			YAVAPAI AGRICULTURAL LANDS PRESERVATION - PHASE III
CENTRAL UNITED COMMUNITY SERVICES 1875 N. CENTRAL AVE. PHOENIX, AZ 85004	86-0755373	501(C)(3)	19,000.	0.			JUSTA CENTER
CENTRAL UNITED METHODIST CHURCH 1875 N. CENTRAL AVE. PHOENIX, AZ 85004	86-0111426	501(C)(3)	11,100.	0.			PROGRAM SUPPORT
CHALLENGER LEARNING CENTER OF ARIZONA - 21170 N. 83RD AVE. - PEORIA, AZ 85382	86-0851830	501(C)(3)	10,000.	0.			SUMMER CAMP 2011
CHAMBER MUSIC WEST, INC. 10451 W. PALMERAS DR. #122E SUN CITY, AZ 85373	86-0360313	501(C)(3)	23,070.	0.			PROGRAM SUPPORT

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CHANDLER UNIFIED SCHOOL DISTRICT #80 - 1525 W. FRYE RD. - CHANDLER, AZ 85224	86-6000515	GOVERNMENT	7,000.	0.			TARGET EDVENTURES
CHARLOTTE HUNGERFORD HOSPITAL 540 LITCHFIELD ST. TORRINGTON, CT 06790	06-0646678	501(C)(3)	5,119.	0.			ANNUAL SUPPORT
CHAUTAUQUA INSTITUTION P.O. BOX 28 CHAUTAUQUA, NY 14722	16-0758844	501(C)(3)	5,500.	0.			IN HONOR OF WILLIAM AND MARY PARK
CHICAGO COMMUNITY FOUNDATION 111 E. WACKER DR. # 1400 CHICAGO, IL 60601	36-3432023	501(C)(3)	872,807.	0.			PANSON FAMILY FOUNDATION
CHICANOS POR LA CAUSA 1112 E. BUCKEYE RD. PHOENIX, AZ 85034	86-0227210	501(C)(3)	14,000.	0.			IT CAPACITY UPGRADE
CHILD & FAMILY SERVICES OF YUMA, INC. - 257 S. THIRD AVE. - YUMA, AZ 85364	86-0654864	501(C)(3)	254,553.	0.			FINAL DISTRIBUTION
CHILD AND FAMILY RESOURCES, INC. 999 E. FRY BOULEVARD #222 SIERRA VISTA, AZ 85635	86-0251984	501(C)(3)	65,880.	0.			FIRST STEPS
CHILD CRISIS CENTER - EAST VALLEY P.O. BOX 4114 MESA, AZ 85211	86-0407090	501(C)(3)	62,800.	0.			VARIOUS PROGRAMS
CHILD SAVING INSTITUTE 4545 DODGE ST. OMAHA, NE 68132	47-0376533	501(C)(3)	10,000.	0.			UNRESTRICTED SUPPORT

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CHILDREN'S ACTION ALLIANCE 4001 N. THIRD ST. #160 PHOENIX, AZ 85012	86-0594785	501(C)(3)	35,000.	0.			EARLY CHILDHOOD WORK
CHILDREN'S HEART FOUNDATION 3006 S. MARYLAND PKWY. #690 LAS VEGAS, NV 89109	88-0405506	501(C)(3)	6,500.	0.			CHILDREN'S HEART TREATMENT
CHILDREN'S MUSEUM OF PHOENIX 215 N. SEVENTH ST. PHOENIX, AZ 85034	86-0934323	501(C)(3)	15,000.	0.			MUSEO DE LOS NINOS DE PHOENIX
CHILDSPLAY, INC. 900 S. MITCHELL DR. TEMPE, AZ 85281	86-0336473	501(C)(3)	25,500.	0.			PROGRAM SUPPORT
CHOICES EDUCATIONAL EMPOWERMENT, INC. - 1820 E. RAY RD. - CHANDLER, AZ 85225	65-1259186	501(C)(3)	50,000.	0.			PAY YOUR FAMILY FIRST
CHRIST CHURCH ANGLICAN P.O. BOX 10219 PHOENIX, AZ 85064	33-1179703	501(C)(3)	10,000.	0.			UNRESTRICTED SUPPORT
CHRIST EVANGELICAL LUTHERAN CHURCH 918 S. LITCHFIELD RD. GOODYEAR, AZ 85338	86-1000340	501(C)(3)	10,000.	0.			UNRESTRICTED SUPPORT
CHRISTS CHURCH OF THE VALLEY 7007 W HAPPY VALLEY RD PEORIA, AZ 85383	86-0461930	501(C)(3)	50,000.	0.			UNRESTRICTED SUPPORT
CHRYSALIS SHELTERS FOR VICTIMS OF DOMESTIC VIOLENCE - 1010 E. MCDOWELL RD. #301 - PHOENIX, AZ 85006	86-0447620	501(C)(3)	12,500.	0.			LBGTQ SERVICE CAPACITY BUILDING INITIATIVE

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CIRCLE THE CITY 220 S. 12TH AVE. PHOENIX, AZ 85007	26-2420730	501(C)(3)	25,000.	0.			MEDICAL RESPITE CENTER FOR THE HOMELESS
CITIZENSHIP COUNTS 4201 N. 24TH ST. #210 PHOENIX, AZ 85016	26-3224709	501(C)(3)	65,000.	0.			VARIOUS PROGRAMS
CITY OF GLENDALE 5850 W. GLENDALE AVENUE GLENDALE, AZ 85301	86-6000247	GOVERNMENT	17,500.	0.			GLENDALE CIVIC CENTER INDUCTION LOOPING SYSTEM
CITY OF PHOENIX 200 W. WASHINGTON ST. PHOENIX, AZ 85003	86-6000256	GOVERNMENT	205,000.	0.			NLC SPONSORSHIP
CITY OF WILLCOX 101 S. RAILROAD AVE. WILLCOX, AZ 85643	86-6000270	GOVERNMENT	5,000.	0.			CITY OF WILLCOX SKATE PARK
CIVIL AIR PATROL - ARIZONA WING 7383 N. LITCHFIELD RD. #1175 LUKE AFB, AZ 85309	75-6037853	501(C)(3)	9,065.	0.			CIVIL AIR PATROL COMPOSITE SQUADRON
CIVITAN FOUNDATION, INC. 3509 E. SHEA BLVD. #117 PHOENIX, AZ 85028	23-7036797	501(C)(3)	21,750.	0.			VARIOUS PROGRAMS
COALITION FOR COMPASSION AND JUSTICE - 2953 KENDRA DR. - PRESCOTT, AZ 86301	47-0851633	501(C)(3)	11,738.	0.			WEEKEND FAMILY FOOD PROJECT
COALITION OF ALL BREED RESCUE OF ARIZONA - P.O. BOX 7264 - PHOENIX, AZ 85011	86-0685323	501(C)(3)	5,000.	0.			VARIOUS PROGRAMS

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COCHISE COUNTY 1415 MELODY LN. BISBEE, AZ 85603	86-6000398	GOVERNMENT	10,000.	0.			WILDFIRE RELIEF
COCONINO COUNTY COMMUNITY COLLEGE FOUNDATION - 2800 S. LONE TREE RD. - FLAGSTAFF, AZ 86001	86-0717956	501(C)(3)	4,000.	0.			TECHNOLOGY FOR TWENTY-FIRST CENTURY NURSING
COCONINO COUNTY COMMUNITY SERVICES 2625 N. KING STREET FLAGSTAFF, AZ 86004	86-6000441	GOVERNMENT	21,000.	0.			BASIC BUSINESS EMPOWERMENT
COCONINO COUNTY SCHOOLS 2384 N. STEVE BLVD. FLAGSTAFF, AZ 86004	86-6000441	GOVERNMENT	8,596.	0.			PONDEROSA BABY COLLEGE PARENT CURRICULUM
COLORADO STATE UNIVERSITY FOUNDATION - 8024 CAMPUS DELIVERY - FORT COLLINS, CO 80523	23-7098397	GOVERNMENT	342,541.	0.			MECHANICAL ENGINEERING SCHOLARSHIPS
COMMUNITIES IN SCHOOLS OF ARIZONA 333 E. VIRGINIA AVE. #208 PHOENIX, AZ 85004	86-0776545	501(C)(3)	41,000.	0.			CAPACITY BUILDING
COMMUNITY FOOD CONNECTIONS P.O. BOX 22216 PHOENIX, AZ 85028	26-0039028	501(C)(3)	14,861.	0.			COMMUNITY FOOD CONNECTIONS ORGANIZATIONAL STRATEGIC PLANNING
COMMUNITY FOREST TRUST P.O. BOX 10883 PRESCOTT, AZ 86304	20-3187446	501(C)(3)	5,800.	0.			CATALYZING CITIZEN STEWARDSHIP OF NATURAL AND RECREATIONAL RESOURCES
COMMUNITY FOUNDATION FOR SOUTHERN ARIZONA - 2250 E. BROADWAY BLVD. - TUCSON, AZ 85719	94-2681765	501(C)(3)	25,000.	0.			SOUTHERN ARIZONA INDICATORS PROJECT

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COMMUNITY FOUNDATION OF ANNE ARUNDEL COUNTY - 914 BAY RIDGE RD. #220 - ANNAPOLIS, MD 21403	52-2098698	501(C)(3)	12,500.	0.			CALLIOPE BRAUN MEMORIAL FUND
COMMUNITY HEALTHCARE OF DOUGLAS RR1 BOX 30 DOUGLAS, AZ 85607	86-0983474	GOVERNMENT	21,150.	0.			BOARD REQUEST
COMMUNITY HEARING AID PROGRAM (CHAP) - 39506 N. DAISY MOUNTAIN DR. - ANTHEM, AZ 85086	26-1172753	501(C)(3)	24,850.	0.			PROGRAM SUPPORT
COMMUNITY INFORMATION & REFERRAL SERVICES - 2200 N. CENTRAL AVE. #601 - PHOENIX, AZ 85004	86-0374813	501(C)(3)	15,960.	0.			COMMUNITY INFORMATION AND REFERRAL ORGANIZATIONAL RESTRUCTURING TO IMPLEMENT 2-1-1
COMMUNITY OUTREACH PROGRAM FOR THE DEAF - 268 W. ADAMS ST. - TUCSON, AZ 85705	86-0100880	501(C)(3)	25,000.	0.			RELOCATION SUPPORTS
COMMUNITY PRESBYTERIAN CHURCH 800 W. MAIN ST. PAYSON, AZ 85541	86-0648763	501(C)(3)	10,000.	0.			STORAGE SHED FOR THE FOOD BANK
COMPASS AFFORDABLE HOUSING, INC. 2835 N. STONE AVE. TUCSON, AZ 85705	86-0708645	501(C)(3)	60,000.	0.			RECOVERABLE PREDEVELOPMENT GRANT
COMPASSION AND CHOICES ACTION NETWORK - P.O. BOX 101810 - DENVER, CO 80250	84-1328829	501(C)(3)	10,000.	0.			PROGRAM SUPPORT-SILVER SPONSORSHIP
CORNUCOPIA COMMUNITY ADVOCATES 95 SPOTTED FAWN CT. SEDONA, AZ 86351	86-0990310	501(C)(3)	36,378.	0.			BOOST FUNDRAISING CAPACITY OF THE VERDE FOOD COUNCIL

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CORTNEYS FOUNDATION 7000 E. SHEA BLVD. #1430 SCOTTSDALE, AZ 85254	42-1745079	501(C)(3)	5,000.	0.			HYDRO THERAPY
CRISIS NURSERY 2334 E. POLK ST. PHOENIX, AZ 85006	86-0324144	501(C)(3)	46,000.	0.			PROGRAM SUPPORT
CROSSROADS MISSION 2291 S. PALO VERDE ST. YUMA, AZ 85365	86-6052435	501(C)(3)	11,329.	0.			CROSSROADS MISSION ADULT EDUCATION/GED TESTING
CURRENT PROBLEMS P.O. BOX 357098 GAINESVILLE, FL 32635	59-3255550	501(C)(3)	6,000.	0.			GENERAL OPERATIONS SUPPORT
DARTMOUTH COLLEGE 6024 MCNUTT HALL HANOVER, NH 03755	02-0222111	501(C)(3)	7,200.	0.			DARTMOUTH COLLEGE FUND
DEERFIELD ACADEMY 7 BOYDEN LANE DEERFIELD, MA 01342	04-2103563	501(C)(3)	5,000.	0.			SUPPORT FOR THEATRE OF WAR EVENT
DEFENDERS OF CHILDREN P.O. BOX 10128 PHOENIX, AZ 85064	41-2259676	501(C)(3)	22,000.	0.			PROGRAM SUPPORT
DESERT BOTANICAL GARDEN 1201 N. GALVIN PKWY PHOENIX, AZ 85008	86-0136925	501(C)(3)	32,448.	0.			INSTALLATION OF WI-FI SERVICES
DESERT FOOTHILLS LAND TRUST P.O. BOX 4861 CAVE CREEK, AZ 85327	86-0677917	501(C)(3)	14,248.	0.			ANNUAL SUPPORT

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

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DESERT VOICES ORAL LEARNING CENTER 3426 E. SHEA BLVD. PHOENIX, AZ 85028	86-0834633	501(C)(3)	10,000.	0.			INTERVENTION THROUGH INNOVATION AND INTEGRATION PROJECT
DETOUR CO. THEATRE 4614 N. ALTA HACIENDA DR. PHOENIX, AZ 85018	01-0622545	501(C)(3)	7,500.	0.			UNRESTRICTED SUPPORT
DIOCESE OF PHOENIX - OFFICE OF STEWARDSHIP - 400 E. MONROE ST. - PHOENIX, AZ 85004	86-0465177	501(C)(3)	17,500.	0.			VARIOUS PROGRAMS
DISABLED AMERICAN VETERANS CHARITABLE TRUST - P.O. BOX 14301 - CINCINNATI, OH 45250	52-1521276	501(C)(3)	8,646.	0.			PROGRAM SUPPORT
DISTRICT OF COLUMBIA COLLEGE SUCCESS FOUNDATION - 1220 12TH ST. SE #110 - WASHINGTON, DC 20003	20-5561911	501(C)(3)	10,000.	0.			COLLEGE SCHOLARSHIPS
DNA-PEOPLE'S LEGAL SERVICES P.O. BOX 306 WINDOW ROCK, AZ 86515	86-0207220	501(C)(3)	10,852.	0.			FLAGSTAFF MEDICAL-LEGAL PARTNERSHIP
DOCTORS WITHOUT BORDERS USA, INC. 333 SEVENTH AVE. 2ND FL NEW YORK, NY 10001	13-3433452	501(C)(3)	28,000.	0.			PROGRAM SUPPORT
DREAMCHASER PMU RESCUE & REHAB INC. - 48019 N. SEVENTH AVE. - NEW RIVER, AZ 85087	20-5168546	501(C)(3)	10,000.	0.			PROGRAM SUPPORT
DYSART COMMUNITY CENTER P.O. BOX 716 EL MIRAGE, AZ 85335	86-6031134	501(C)(3)	7,000.	0.			DYSART COMMUNITY CENTER SUMMER CAMP

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EAGLE HILL FOUNDATION OF MASSACHUSETTS - 242010 PETERSHAM RD, - HARDWICK, MA 01037	04-2761985	501(C)(3)	50,000.	0.			FOR THE FUNDING OF THE STUDENT UNION BUILDING
EAR CANDY P.O. BOX 2555 TEMPE, AZ 85280	26-1477597	501(C)(3)	22,000.	0.			VARIOUS PROGRAMS
EDKEY INC. 1938 E. APACHE BLVD. TEMPE, AZ 85281	20-2744050	501(C)(3)	29,021.	0.			CHILDREN'S FIRST ACADEMY
EDUCATION BREAKTHROUGH NETWORK 19820 N. SEVENTH ST. #230 PHOENIX, AZ 85024	27-2604050	501(C)(3)	252,450.	0.			WEBSITE SERVICES DEV AND CAPABILITIES RE SCHOOL CHOICE MOVEMENT
EL HOGAR MINISTRIES, INC. 70 CHURCH ST. WINCHESTER, MA 01890	04-3580644	501(C)(3)	7,250.	0.			SCHOLARSHIPS & GRAD FUND
EL ZARIBAH PERM ENDOWMENT TRANSPORTATION FUND - 552 N. 40TH ST. - PHOENIX, AZ 85008	86-0018510	501(C)(3)	28,207.	0.			ANNUAL SUPPORT
ENCOMPASS HEALTH SERVICES 463 S. LAKE POWELL BLVD PAGE, AZ 86040	86-0473221	501(C)(3)	5,000.	0.			PROGRAM SUPPORT
EPISCOPAL DIOCESE OF ARIZONA 114 W. ROOSEVELT ST. PHOENIX, AZ 85003	86-0096785	501(C)(3)	20,000.	0.			CONSTRUCTION PROJECT AT ST. LUKE'S AT THE MOUNTAIN
EQUINE VOICES RESCUE & SANCTUARY P.O. BOX 1685 GREEN VALLEY, AZ 85622	74-3127794	501(C)(3)	5,000.	0.			HAY AND SPECIAL FEED ASSISTANCE

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ESPERANCA, INC. 1911 W. EARLL DRIVE PHOENIX, AZ 85015	23-7087997	501(C)(3)	5,656.	0.			PROGRAM SUPPORT
EVANGELICAL COVENANT CHURCH 8303 W. HIGGINS RD. CHICAGO, IL 60631	36-2167730	501(C)(3)	5,000.	0.			SEMILLAS DE SALUD/HOLISTIC HEALTH FUND
EXPECT MORE ARIZONA P.O. BOX 16088 PHOENIX, AZ 85011	45-3681012	501(C)(3)	835,000.	0.			PROGRAM SUPPORT
FAITH PRESBYTERIAN CHURCH 16000 N. DEL WEBB BLVD. SUN CITY, AZ 85351	23-7323022	501(C)(3)	19,089.	0.			FIVE PERCENT SPENDING POLICY FOR FY 2012
FAMILY HEALTH CENTER P.O. BOX 645 PATAGONIA, AZ 85624	51-0206952	501(C)(3)	24,408.	0.			FUND CLOSING
FAMILY PROMISE - GREATER PHOENIX 7221 E. BELLEVIEW ST. #5 SCOTTSDALE, AZ 85257	86-0914408	501(C)(3)	8,750.	0.			VARIOUS PROGRAMS
FAMILY PROMISE GREATER PHOENIX 7221 E. BELLEVIEW ST. #5 SCOTTSDALE, AZ 85257	86-0914408	501(C)(3)	10,000.	0.			CLINICAL SOCIAL WORKER
FEATHERS FOUNDATION, INC. 7302 N. CLEARWATER PKWY PARADISE VALLEY, AZ 85253	33-1091561	501(C)(3)	5,000.	0.			PROGRAM SUPPORT
FIGHTER COUNTRY FOUNDATION 500 N. ESTRELLA PKWY #B2 PMB#479 GOODYEAR, AZ 85338	20-5633760	501(C)(3)	5,000.	0.			PROGRAMS

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FIRST CHRISTIAN CHURCH 6630 DODGE ST. OMAHA, NE 68132	47-0430499	501(C)(3)	5,000.	0.			UNRESTRICTED SUPPORT
FIRST CHURCH OF THE NAZARENE 2110 WILLOW CREEK RD. PRESCOTT, AZ 86301	86-0471823	501(C)(3)	15,076.	0.			PROGRAM SUPPORT
FIRST EVANGELICAL FREE CHURCH 4700 N. SWAN RD. TUCSON, AZ 85718	86-0213816	501(C)(3)	10,000.	0.			GENERAL FUND
FLAGSTAFF FAMILY YMCA 2800 S. LONETREE RD. FLAGSTAFF, AZ 86001	86-0096799	501(C)(3)	10,000.	0.			YKIDZ EARLY EDUCATION PROJECT
FLAGSTAFF FESTIVAL OF SCIENCE P.O. BOX 22402 FLAGSTAFF, AZ 86002	86-0699532	501(C)(3)	5,000.	0.			PROGRAM SUPPORT
FLAGSTAFF FOODLINK P.O. BOX 23813 FLAGSTAFF, AZ 86002	20-1164060	501(C)(3)	6,500.	0.			GROWING GREEN FROM TODDLERS TO ELDERS: NURTURING SUSTAINABLE
FLAGSTAFF INTERNATIONAL RELIEF EFFORT 'FIRE' - 107 N. SAN FRANCISCO ST. #4 - FLAGSTAFF, AZ 86001	71-0877496	501(C)(3)	5,000.	0.			GENERAL PROGRAM OPERATIONS
FLAGSTAFF MEDICAL CENTER 1200 N. BEAVER ST. FLAGSTAFF, AZ 86001	86-0110232	501(C)(3)	66,400.	0.			VARIOUS PROGRAMS
FLAGSTAFF PUBLIC LIBRARY FOUNDATION - 300 W. ASPEN AVE. - FLAGSTAFF, AZ 86001	86-0424715	501(C)(3)	13,806.	0.			PROGRAM SUPPORT

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FLAGSTAFF SHELTER SERVICES P.O. BOX 1808 FLAGSTAFF, AZ 86002	20-4921369	501(C)(3)	37,000.	0.			HEALTH CARE SERVICES FOR THE HOMELESS INDIVIDUALS OF NORTHERN AZ.
FLAGSTAFF SNOW SHARKS P.O. BOX 22037 FLAGSTAFF, AZ 86002	86-0361714	501(C)(3)	5,000.	0.			EVERYONE SWIMS 2011
FLAGSTAFF SYMPHONY ORCHESTRA P.O. BOX 122 FLAGSTAFF, AZ 86002	86-0186038	501(C)(3)	16,208.	0.			FOCUSSED INITIATIVES FOR MUSIC EDUCATION
FLORENCE CRITTENTON SERVICES OF AZ 715 W. MARIPOSA ST. PHOENIX, AZ 85013	86-0103282	501(C)(3)	42,500.	0.			RESIDENTIAL EDUCATION PROGRAM
FOOTHILLS COMMUNITY FOUNDATION 34250 N. 60TH ST. BLDG. B SCOTTSDALE, AZ 85266	86-0537424	501(C)(3)	46,309.	0.			PROGRAM SUPPORT
FORDHAM UNIVERSITY 441 E. FORDHAM RD. BRONX, NY 10458	13-1740451	501(C)(3)	5,000.	0.			GLOBAL RESEARCH & PARENTS FUND
FOUNDATION FOR BLIND CHILDREN 1235 E. HARMONT DR. PHOENIX, AZ 85020	86-0129981	501(C)(3)	7,500.	0.			SPORTS HABILITATION ARTS AND RECREATION PROGRAM
FOUNDATION FOR BURNS AND TRAUMA, INC. - P.O. BOX 1329 - PHOENIX, AZ 85001	86-0207519	501(C)(3)	5,092.	0.			PROGRAM SUPPORT
FOUNDATION OF YUMA REGIONAL MEDICAL CENTER - 2400 S. AVENUE A - YUMA, AZ 85364	51-0179146	501(C)(3)	6,000.	0.			MILEAGE CLUB PROGRAM

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FOWLER ELEMENTARY SCHOOL DISTRICT 1617 S. 67TH AVE. PHOENIX, AZ 85043	86-6000501	GOVERNMENT	7,000.	0.			TARGET EDVENTURES
FREE ARTS OF ARIZONA 103 W. HIGHLAND AVE. #200 PHOENIX, AZ 85013	86-0739613	501(C)(3)	37,966.	0.			MULTICULTURAL ARTS CAMP
FRESH START WOMEN'S FOUNDATION 1130 E. MCDOWELL ROAD PHOENIX, AZ 85006	86-0762610	501(C)(3)	9,000.	0.			VARIOUS PROGRAMS
FRIENDS OF CAMP COLTON P.O. BOX 393 FLAGSTAFF, AZ 86002	86-1015268	501(C)(3)	22,850.	0.			VARIOUS PROGRAMS
FRIENDS OF CHANNEL 8 555 N. CENTRAL AVE #500 PHOENIX, AZ 85004	86-0196696	501(C)(3)	6,188.	0.			PROGRAM SUPPORT
FRIENDS OF THE HUACHUCA MOUNTAINS P.O. BOX 962 HEREFORD, AZ 85615	86-0828360	501(C)(3)	64,827.	0.			PROGRAM SUPPORT
FRIENDS OF THE PATAGONIA LIBRARY P.O. BOX 415 PATAGONIA, AZ 85624	74-2437923	501(C)(3)	8,882.	0.			PROGRAM SUPPORT
FRIENDSHIP UNITED METHODIST CHURCH P.O. BOX 11 WALDOBORO, ME 04572	22-2514475	501(C)(3)	5,000.	0.			GENERAL OPERATIONS
FUTURE FOR KIDS 6991 E. CAMELBACK RD. #D301 SCOTTSDALE, AZ 85251	86-1011434	501(C)(3)	10,000.	0.			SUMMER YOUTH FITNESS PROJECT

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GABRIEL'S ANGELS, INC. 1550 E. MARYLAND AVE. #1 PHOENIX, AZ 85014	86-0991198	501(C)(3)	10,000.	0.			PET THERAPY FOR ABUSED NEGLECTED AND AT-RISK CHILDREN
GENESIS CITY 525 E. MCDOWELL RD. PHOENIX, AZ 85004	86-0739107	501(C)(3)	15,000.	0.			THE SPIRIT OF HOPE PROGRAM
GENESIS PROGRAM, INC. 525 E. MCDOWELL RD. PHOENIX, AZ 85004	86-0739107	501(C)(3)	11,000.	0.			UNRESTRICTED SUPPORT
GHOSTLIGHT COMMUNITY THEATER 16928 W. YOUNG ST. SURPRISE, AZ 85388	27-1656052	501(C)(3)	8,000.	0.			SOUND SYSTEM
GIFT OF LIFE ARIZONA, INC. 2800 N. CENTRAL AVE. #1450 PHOENIX, AZ 85012	86-0529773	501(C)(3)	41,000.	0.			ASSIST FAMILIES WITH CHILDREN WHO HAVE HEART DISEASE
GIRL SCOUTS - ARIZONA CACTUS-PINE COUNCIL - 119 E. CORONADO RD. - PHOENIX, AZ 85004	86-0133397	501(C)(3)	32,000.	0.			GIRL SCOUT CAMP FOR FOSTER GIRLS
GIRL SCOUTS OF CONNECTICUT, INC. 663 E. MAIN ST. TORRINGTON, CT 06790	06-0662134	501(C)(3)	5,119.	0.			ANNUAL SUPPROT
GIRLS ON THE RUN OF COCONINO COUNTY - P.O. BOX 277 - FLAGSTAFF, AZ 86002	26-2957120	501(C)(3)	12,098.	0.			PROGRAM SUPPORT
GLENDALE ELEMENTARY SCHOOL DISTRICT - 7301 N. 58TH AVE. - GLENDALE, AZ 85301	86-6000498	GOVERNMENT	17,000.	0.			TARGET EDVENTURES

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GOOD EARTH MONTESSORI SCHOOL 1704 N. CENTER MESA, AZ 85201	86-0457757	501(C)(3)	5,098.	0.			SCHOLARSHIPS
GRAHAM COUNTY INTERFAITH CARE ALLIANCE, INC. - 210 W. MAIN ST. - SAFFORD, AZ 85546	20-0972668	501(C)(3)	8,000.	0.			VARIOUS PROGRAMS
GRAND CANYON ASSOCIATION P.O. BOX 399 GRAND CANYON, AZ 86023	86-0179548	501(C)(3)	78,285.	0.			VARIOUS PROGRAMS
GRANT MEMORIAL METHODIST CHURCH 79 FLEETWOOD ST. PRESQUE ISLE, ME 04769	01-0263728	501(C)(3)	5,000.	0.			UNITED METHODIST WOMEN; & PRAYER SHAWL MINIST
GREATER PHOENIX GAY AND LESBIAN CHAMBER OF CO - 3819 N. THIRD ST. #E6 - PHOENIX, AZ 85012	86-0726905	501(C)(6)	5,000.	0.			BUSINESS EQUALITY INDEX
GREATER PHOENIX YOUTH AT RISK 1001 E. PIERCE ST. PHOENIX, AZ 85006	86-0615007	501(C)(3)	39,500.	0.			VARIOUS PROGRAMS
GREEN VALLEY ASSISTANCE SERVICES, INC. - 250 E. CONTINENTAL RD. #102 - GREEN VALLEY, AZ 85614	94-2783969	501(C)(3)	9,507.	0.			FIVE PERCENT SPENDING POLICY FOR FY 2012
HABITAT FOR HUMANITY CENTRAL ARIZONA - P.O. BOX 20186 - PHOENIX, AZ 85036	74-2401708	501(C)(3)	5,670.	0.			PROGRAM SUPPORT
HABITAT FOR HUMANITY DESERT FOOTHILLS - P.O. BOX 1734 - CAVE CREEK, AZ 85327	86-1018802	501(C)(3)	6,000.	0.			BUILDING CAPACITY BY ENHANCING TECHNOLOGY

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HABITAT FOR HUMANITY VALLEY OF THE SUN - P.O. BOX 20186 - PHOENIX, AZ 85036	74-2401708	501(C)(3)	6,430.	0.			PROGRAM SUPPORT
HARDING UNIVERSITY - ADVANCEMENT OFFICE - P.O. BOX 12238 - SEARCY, AR 72149	71-0236896	501(C)(3)	6,595.	0.			PROGRAM SUPPORT
HARMONY AND HOPE HORSE HAVEN, INC. P.O. BOX 173 RODEO, NM 88056	68-0617384	501(C)(3)	5,000.	0.			EQUINE HAY, GRAINS, DENTAL
HARQUAHALA VALLEY COMMUNITY BENEFITS FDN - P.O. BOX 1205 - TONOPAH, AZ 85354	80-0007461	501(C)(3)	15,000.	0.			COMMUNITY SEARCH & RESCUE TEAM WITH LOCAL FIRE DEPARTMENT
HEARD MUSEUM 2301 N. CENTRAL AVENUE PHOENIX, AZ 85004	86-0107517	501(C)(3)	13,060.	0.			PROGRAM SUPPORT
HELPING HANDS CLINIC, INC. P.O. BOX 1481 GAINESVILLE, FL 32602	59-3716775	501(C)(3)	5,000.	0.			PROGRAM SUPPORT
HELPING HANDS FOR SINGLE MOMS P.O. BOX 7737 GOODYEAR, AZ 85338	68-0489835	501(C)(3)	12,500.	0.			PROGRAM SUPPORT
HIPPODROME STATE THEATRE 25 SE SECOND PL. GAINESVILLE, FL 32601	59-1590987	501(C)(3)	10,000.	0.			GENERAL OPERATIONS SUPPORT
HOMELESS HELPERS, INC. 3333 E. VAN BUREN PHOENIX, AZ 85008	86-0739825	501(C)(3)	6,064.	0.			PROGRAM SUPPORT

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HOMeward BOUND 2302 W. COLTER AVE. PHOENIX, AZ 85015	86-0660875	501(C)(3)	70,250.	0.			VARIOUS PROGRAMS
HOPE AND A FUTURE, INC. 7557 N. DREAMY DRAW #161 PHOENIX, AZ 85020	42-1651764	501(C)(3)	25,000.	0.			SUMMER CAMPS FOR FOSTER CHILDREN
HOPE CHURCH 2530 W. HAPPY VALLEY RD #1273 PHOENIX, AZ 85085	26-4086824	501(C)(3)	17,500.	0.			PROGRAMMING AND MISSION SUPPORT
HOPEKIDS P.O. BOX 55885 PHOENIX, AZ 85078	86-1042378	501(C)(3)	7,000.	0.			PROGRAM SUPPORT
HORSE LOVER'S MANAGEMENT CORPORATION - 515 E CAREFREE HWY #849 - PHOENIX, AZ 85085	27-2898095	501(C)(3)	20,000.	0.			ARIZONA HORSE LOVER'S PARK
HORSE'N AROUND RESCUE RANCH AND FOUNDATION - P.O. BOX 698 - HEREFORD, AZ 85615	27-1823705	501(C)(3)	14,200.	0.			PROGRAM SUPPORT
HOSPICE OF THE VALLEY 1510 E. FLOWER ST. PHOENIX, AZ 85014	86-0338886	501(C)(3)	28,424.	0.			VARIOUS PROGRAMS
HOUSE OF BROADCASTING 7534 N. 7TH ST. PHOENIX, AZ 85020	86-0890442	501(C)(3)	5,000.	0.			ARIZONA'S PREMIERE RADIO AND TELEVISION HOME.
HOUSING ASSISTANCE CORP. 460 W. MAIN ST. HYANNIS, MA 02601	23-7431255	501(C)(3)	5,000.	0.			UNRESTRICTED SUPPORT

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HOZHONI FOUNDATION, INC. 2133 N. WALGREEN ST. FLAGSTAFF, AZ 86004	86-0255127	501(C)(3)	6,000.	0.			2011 CLIENTS UNMET MEDICAL, DENTAL, AND THERAPEUTIC NEEDS
HUMANE SOCIETY OF CENTRAL ARIZONA P.O. BOX 242 PAYSON, AZ 85547	23-7206092	501(C)(3)	40,000.	0.			VARIOUS PROGRAMS
HUMANE SOCIETY OF SEDONA 2115 SHELBY DR. SEDONA, AZ 86336	23-7276252	501(C)(3)	10,000.	0.			VARIOUS PROGRAMS
HUMANE SOCIETY OF YUMA 285 N. FIGUEROA AVE. YUMA, AZ 85364	86-6053617	501(C)(3)	45,600.	0.			VARIOUS PROGRAMS
HUNKAPI PROGRAMS, INC. 8776 E. SHEA BLVD #B3A--522 SCOTTSDALE, AZ 85260	26-3902877	501(C)(3)	15,000.	0.			OVERNIGHT HUNKAPI HORSE SUMMER CAMP
ICAN 27 W. MORTEN AVE. PHOENIX, AZ 85021	86-0818253	501(C)(3)	7,125.	0.			ANNUAL SUPPORT
IMPROVING CHANDLER AREA NEIGHBORHOODS - 201 S. WASHINGTON ST. - CHANDLER, AZ 85225	86-0761030	501(C)(3)	12,000.	0.			ICAN SUMMER YOUTH PROGRAM
INN TRANSITIONS, INC. 2532 N. FOURTH ST. #536 FLAGSTAFF, AZ 86004	26-2120288	501(C)(3)	9,000.	0.			HOUSING SUPPORT PARTNERSHIP
INNOCENTS AT RISK INC. 1101 30TH ST. NW #500 WASHINGTON, DC 20007	16-1722439	501(C)(3)	7,500.	0.			VARIOUS PROGRAMS

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INSTITUTE OF INTERNATIONAL EDUCATION, INC. - 809 UNITED NATIONS PLAZA - NEW YORK, NY 10017	13-1624046	501(C)(3)	250,809.	0.			SCHOLARSHIP TRAVEL PROGRAM
INTEGRATED FAMILY COURT 200 N. SAN FRANCISCO ST. FLAGSTAFF, AZ 86001	86-6000441	501(C)(3)	6,000.	0.			IFC ROLLERCOASTERS
INTERFAITH SERVICES P.O. BOX 8450 SURPRISE, AZ 85374	86-0404687	501(C)(3)	7,805.	0.			UNRESTRICTED SUPPORT
INTERMOUNTAIN CENTERS FOR HUMAN DEVELOPMENT - 994 S. HARRISON RD. - TUCSON, AZ 85748	85-0254535	501(C)(3)	20,000.	0.			ELECTRONIC DATA MGMT AND THERAPEUTIC SUPPORT FOR RESIDENTS OF GROUP HOMES
INTERNATIONAL SONORAN DESERT ALLIANCE - 401 W. ESPERANZA AVE. - AJO, AZ 85321	86-0778917	501(C)(3)	6,500.	0.			PROJECT SAM
IOWA CHRISTIAN ACADEMY 2501 VINE ST. WEST DES MOINES, IA 50265	42-1486789	501(C)(3)	5,500.	0.			UNRESTRICTED SUPPORT
ISLAND 5870 COTTAGE DR. BELLAIRE, MI 49615	37-1517759	501(C)(3)	5,000.	0.			PROGRAM SUPPORT
ISLAND FDN MOUNT DESERT LAND & GARDEN PRESERVE - P.O. BOX 208 - SEAL HARBOR, ME 04675	23-7102758	501(C)(3)	5,000.	0.			GENERAL OPERATIONS SUPPORT
JEWISH FAMILY & CHILDREN'S SERVICES - 4747 N. SEVENTH ST. #100 - PHOENIX, AZ 85015	86-0096781	501(C)(3)	64,250.	0.			PROGRAM SUPPORT

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
JEWISH FEDERATION OF GREATER PHOENIX - 12701 N. SCOTTSDALE ROAD #201 - SCOTTSDALE, AZ 85254	86-0096784	501(C)(3)	6,900.	0.			PROGRAM SUPPORT
JEWISH FEDERATIONS OF NORTH AMERICA, INC. - 25 BROADWAY #1700 - NEW YORK, NY 10004	13-1624240	501(C)(3)	6,272.	0.			UNRESTRICTED SUPPORT
JOHN C. LINCOLN HEALTH FOUNDATION 9100 N. SECOND ST. #301 PHOENIX, AZ 85020	95-3320185	501(C)(3)	12,500.	0.			DESERT MISSION
JOHN WESLEY POWELL MUSEUM P.O. BOX 547 PAGE, AZ 86040	51-0182822	501(C)(3)	7,225.	0.			PROGRAM SUPPORT
JOY CHRISTIAN SCHOOL 21000 N. 75TH AVE. GLENDALE, AZ 85308	20-4405949	501(C)(3)	21,589.	0.			YOUTH SPORTS PROGRAMS
JUNIOR ACHIEVEMENT OF ARIZONA 636 W. SOUTHERN AVE. TEMPE, AZ 85282	86-0184349	501(C)(3)	13,334.	0.			PROGRAM SUPPORT
K-LIFE MINISTRIES 909 ASHWORTH RD. WEST DES MOINES, IA 50265	43-1538224	501(C)(3)	5,000.	0.			UNRESTRICTED SUPPORT
KBAQ FM RADIO 2323 W. 14TH STREET, 4TH FL. TEMPE, AZ 85281	01-0579687	501(C)(3)	10,081.	0.			PROGRAM SUPPORT
KEOGH HEALTH FOUNDATION 1750 E. GLENDALE AVE. PHOENIX, AZ 85020	20-0251176	501(C)(3)	22,500.	0.			VARIOUS PROGRAMS

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KILLIP ELEMENTARY SCHOOL 2300 E. SIXTH AVE. FLAGSTAFF, AZ 86004	86-0593040	GOVERNMENT	15,000.	0.			PARENT INVOLVEMENT PROJECT
KJZZ-FM 91.5 P.O. BOX 62228 PHOENIX, AZ 85082	01-0579687	501(C)(3)	58,750.	0.			PROGRAM SUPPORT
KNIFE RIVER LUTHERAN CHURCH P.O. BOX 218 KNIFE RIVER, MN 55609	41-2009809	501(C)(3)	5,000.	0.			ANNUAL GIVING
KNIFE RIVER RECREATION COUNCIL P.O. BOX 266 KNIFE RIVER, MN 55609	36-3307682	501(C)(3)	5,000.	0.			ANNUAL GIVING
LENAWEE UNITED WAY 1345 N. MAIN ST. ADRIAN, MI 49221	38-1598949	501(C)(3)	15,000.	0.			2/1 CAMPAIGN
LIBERTY HIGH SCHOOL 9621 W. SPECKLED GECKO DR. PEORIA, AZ 85383	86-6000488	GOVERNMENT	5,000.	0.			BAND DEPARTMENT
LIONS CAMP TATIYEE, INC. P.O. BOX 6910 MESA, AZ 85216	86-6052371	501(C)(3)	20,000.	0.			DEAF AND HEARING IMPAIRED SESSION AT CAMP TATIYEE
LISC 111 W. MONROE #720 PHOENIX, AZ 85003	13-3030229	501(C)(3)	50,000.	0.			ACF HOUSING FUND AND GENERAL OPERATING SUPPORT
LITERACY VOLUNTEERS OF COCONINO COUNTY - 2223 E. SEVENTH AVE. #B - FLAGSTAFF, AZ 86004	86-0716673	501(C)(3)	12,000.	0.			LITERACY INITIATIVE WITH INCARCERATED PERSONS

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LOS ANGELES RETARDED CHILDRENS AUXILIARY, INC. - 152 N. ALTA VIST BLVD. - LOS ANGELES, CA 90036	95-2389314	501(C)(3)	5,000.	0.			EDUCATION
LOWELL OBSERVATORY 1400 W. MARS HILL RD. FLAGSTAFF, AZ 86001	86-0098918	501(C)(3)	51,350.	0.			GIFT SHOP RENOVATION AND ECHELLE SPECTROSCOPE DESIGN STUDY
LUTHERAN CHURCH OF HOPE 925 JORDAN CREEK PKWY WEST DES MOINES, IA 50266	42-1368046	501(C)(3)	5,000.	0.			UNRESTRICTED SUPPORT
LUV SHACK RANCH RESCUE 6202 E. ROCKAWAY HILLS CAVE CREEK, AZ 85331	56-2528739	501(C)(3)	5,000.	0.			HORSE GELDING AND VET CARE
MADISON ELEMENTARY SCHOOL DISTRICT 5601 N. 16TH ST. PHOENIX, AZ 85016	86-6000497	GOVERNMENT	5,000.	0.			TARGET EDVENTURES
MAINE COMMUNITY FOUNDATION 245 MAIN ST. ELLSWORTH, ME 04605	01-0391479	501(C)(3)	25,000.	0.			COASTAL HERITAGE FUND
MARIA REED MONTESSORI SCHOOL 909 N. FIRST ST. PHOENIX, AZ 85004	86-0257497	501(C)(3)	43,120.	0.			SCHOLARSHIPS
MARICOPA COMMUNITY COLLEGES FOUNDATION - 2419 W. 14TH ST. - TEMPE, AZ 85281	86-0327449	501(C)(3)	42,235.	0.			VARIOUS PROGRAMS
MARICOPA HEALTH FOUNDATION 2910 E. CAMELBACK RD. #180 PHOENIX, AZ 85016	86-0777567	501(C)(3)	15,938.	0.			PEDIATRIC HEALTH LITERACY PROGRAM

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MARINE CORPS SCHOLARSHIP FOUNDATION - 121 S. SAINT ASAPH ST. - ALEXANDRIA, VA 22314	22-1905062	501(C)(3)	103,500.	0.			AMERICAN PATRIOT CAMPAGIN
MASSANUTTEN MILITARY ACADEMY 614 S. MAIN STREET WOODSTOCK, VA 22664	54-0537403	501(C)(3)	30,000.	0.			INFRASTRUCTURE REPAIR FOR SPERRY HALL & LIBRARY
MAYER ELDER'S CLUB P.O. BOX 883 MAYER, AZ 86333	30-0015278	501(C)(3)	7,500.	0.			GENERAL PROGRAM SUPPORT
MAYO CLINIC ARIZONA 13400 E. SHEA BLVD. SCOTTSDALE, AZ 85259	86-0800150	501(C)(3)	17,500.	0.			MULTI DISCIPLINARY SIMULATION CENTER
MAYO FOUNDATION 13400 E. SHEA BLVD. SCOTTSDALE, AZ 85259	41-1937751	501(C)(3)	25,000.	0.			PROGRAM SUPPORT
MCDOWELL SONORAN LAND CONSERVANCY 16435 N. SCOTTSDALE RD. #110 SCOTTSDALE, AZ 85254	86-0674350	501(C)(3)	40,618.	0.			NATURE GUIDES PROGRAM SUPPORT
MELONHEAD FOUNDATION P.O. BOX 1333 SCOTTSDALE, AZ 85252	86-0876513	501(C)(3)	5,000.	0.			AID FAMILIES WITH THEIR MEDICAL BILLS
MEMOIR JOURNAL 1316 67TH ST. #8 EMERYVILLE, CA 94965	20-8061894	501(C)(3)	500,000.	0.			MEMOIR PROJECTS
MESA ARTS CENTER FOUNDATION ARTS AND CULTURE DIVISION MESA, AZ 85211	74-2535164	501(C)(3)	18,500.	0.			SUMMER ARTS AND CULTURE FOR KIDS PROGRAM

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MESA UNITED WAY 137 E. UNIVERSITY DR. MESA, AZ 85201	86-0198599	501(C)(3)	14,450.	0.			ALEXIS DETOQUEVILLE FUND
METROPOLITAN EDUCATION COMMISION 930 EAST BROADWAY BLVD. TUCSON, AZ 85719	86-0670259	501(C)(3)	12,425.	0.			MATCH FOR I3 FEDERAL GRANT
MICRONEEDS 25 N. COBBLESTONE ST. GILBERT, AZ 85234	45-4098429	501(C)(3)	30,420.	0.			PROGRAM SUPPORT
MID-OHIO FOODBANK 3960 BROOKHAM DR GROVE CITY, OH 43123	31-0865343	501(C)(3)	10,000.	0.			GENERAL SUPPORT
MINGEI INTERNATIONAL MUSEUM 1439 EL PRADO SAN DIEGO, CA 92101	23-7433357	501(C)(3)	44,700.	0.			PROGRAM SUPPORT
MINNESOTA LAKES MARITIME SOCIETY 1306 BROADWAY ALEXANDRIA, MN 56308	41-1967683	501(C)(3)	5,000.	0.			GENERAL OPERATING SUPPORT
MIRACLE LEAGUE OF ARIZONA 20701 N. SCOTTSDALE RD. #107-250 SCOTTSDALE, AZ 85255	20-2742885	501(C)(3)	15,814.	0.			PROGRAM SUPPORT
MISSIONARY SOCIETY SALESIAN SISTERS - 659 BELMONT AVE. - NORTH HALEDON, NJ 07508	22-6043753	501(C)(3)	15,000.	0.			MARY HELP OF CHRISTIANS ACADEMY
MISSISSIPPI STATE UNIVERSITY MISSISSIPPI STATE 4-H MISSISSIPPI STATE MS, MS 39762	64-6000819	501(C)(3)	6,000.	0.			ELIZABETH HOWARD TRAC

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MISSISSIPPI UNIVERSITY FOR WOMEN 1100 COLLEFE ST MUW 1618 COLUMBUS, MS 39701	23-7050717	501(C)(3)	30,000.	0.			EDUCATION SCHOLARSHIPS
MONTESSORI INTERNATIONAL SCHOOL 1230 N. GILBERT RD. MESA, AZ 85203	86-0459059	501(C)(3)	20,392.	0.			SCHOLARSHIPS
MONTESSORI KINGDOM OF LEARNING 13111 N. 94TH DR. PEORIA, AZ 85381	23-7050717	501(C)(3)	20,392.	0.			SCHOLARSHIPS
MONTROSE SCHOOL FOR GIRLS 29 NORTH ST. MEDFIELD, MA 02052	04-2668765	501(C)(3)	5,000.	0.			PROGRAM SUPPORT
MORGAN PARK ACADEMY 2153 W. 111TH ST. CHICAGO, IL 60643	36-1502650	501(C)(3)	8,417.	0.			ATHLETIC PROGRAM
MOSAIC 2226 W NORTHERN AVE. #C140 PHOENIX, AZ 85021	11-3669999	501(C)(3)	5,000.	0.			FOR KINDERVENTION PROGRAM ASSISTANCE
MOST HOLY TRINITY CATHOLIC SCHOOL 535 E. ALICE AVE. PHOENIX, AZ 85020	35-2350490	501(C)(3)	15,250.	0.			VARIOUS PROGRAMS
MOUNT HOLYOKE COLLEGE 50 COLLEGE ST. SOUTH HADLEY, MA 01075	04-2103578	501(C)(3)	15,000.	0.			KAREN SNYDER SULLIVAN TRAVEL AWARD FUND
MOUNTAIN VIEW PRESBYTERIAN CHURCH 8050 E. MOUNTAIN VIEW RD. SCOTTSDALE, AZ 85258	94-2939680	501(C)(3)	12,000.	0.			UNRESTRICTED SUPPORT

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MUSCULAR DYSTROPHY ASSOCIATION 10235 S. 51ST STREET #165 PHOENIX, AZ 85044	13-1665552	501(C)(3)	17,436.	0.			SUMMER CAMP 2011
MUSEUM OF NORTHERN ARIZONA 3101 N. FORT VALLEY RD. FLAGSTAFF, AZ 86001	86-0098920	501(C)(3)	11,200.	0.			DISCOVERY PROGRAM SCHOLARSHIPS/OTHER
MUSICAL INSTRUMENT MUSEUM 4725 E. MAYO BLVD. PHOENIX, AZ 85050	16-1743588	501(C)(3)	21,750.	0.			VARIOUS PROGRAMS
MUSKINGUM COUNTY COMMUNITY FOUNDATION - 534 PUTNAM AVE. - ZANESVILLE, OH 43701	31-1147022	501(C)(3)	7,000.	0.			ZHS SULSBERGER STADIUM TURF AND IMPROVEMENT FUND
NATIONAL ADVOCACY & TRAINING NETWORK - P.O. BOX 51357 - PHOENIX, AZ 85076	30-0026454	501(C)(3)	22,000.	0.			PROGRAM SUPPORT
NATIONAL KIDNEY FOUNDATION OF ARIZONA - 4203 E. INDIAN SCHOOL RD, #140 - PHOENIX, AZ 85018	86-6052343	501(C)(3)	79,750.	0.			ERMA BOMBECK PROJECT & OTHER PROJECTS AND SERVICES
NATIONAL MUSEUM OF WOMEN IN THE ARTS, INC. - 1250 NEW YORK NW - WASHINGTON, DC 20005	52-1238810	501(C)(3)	30,000.	0.			PROGRAM SUPPORT
NATIONAL PHILANTHROPIC TRUST 165 TOWNSHIP LINE RD. #150 JENKINTOWN, PA 19046	23-7825575	501(C)(3)	76,650.	0.			PROGRAM SUPPORT
NATIVE SEEDS/SEARCH 3584 E. RIVER RD. TUCSON, AZ 85718	94-2899356	501(C)(3)	17,000.	0.			SOWING THE SEEDS OF SUSTAINABILTY

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NEBRASKA HUMANE SOCIETY 8929 FORT ST. OMAHA, NE 68134	47-0378997	501(C)(3)	5,500.	0.			UNRESTRICTED SUPPORT
NEIGHBORHOOD CHRISTIAN CLINIC 1929 W. FILLMORE BLDG. C PHOENIX, AZ 85009	86-0839580	501(C)(3)	5,000.	0.			PROGRAM SUPPORT
NEIGHBORHOOD HOUSING SERVICES OF PHOENIX - 1405 E. MCDOWELL RD. #100 - PHOENIX, AZ 85006	51-0152395	501(C)(3)	13,750.	0.			ARIZONA FORECLOSURE INITIATIVE
NEIGHBORHOOD MINISTRIES 1918 W. VAN BUREN STREET PHOENIX, AZ 85009	86-0809052	501(C)(3)	20,000.	0.			COMMUNICATIONS
NEIGHBORHOOD MINISTRIES, INC. 1918 W. VAN BUREN STREET PHOENIX, AZ 85009	86-0809052	501(C)(3)	13,000.	0.			PROGRAM SUPPORT
NEW FRIENDS OF MARICOPA COUNTY LIBRARY DISTRICT - 2700 N. CENTRAL AVE. #700 - PHOENIX, AZ 85004	86-1009678	501(C)(3)	25,000.	0.			ONE WORLD, MANY STORIES
NEW WAY ACADEMY 1300 N. 77TH ST. SCOTTSDALE, AZ 85257	86-0215781	501(C)(3)	18,153.	0.			NEW WAY STRATEGIC GIVING AND DONOR CONNECT PROGRAM
NOGALES COMMUNITY DEVELOPMENT CORPORATION - 124 N. TERRACE AVENUE #B - NOGALES, AZ 85621	86-0878561	501(C)(3)	14,000.	0.			NCD BUSINESS TECHNOLOGY RESOURCE CENTER
NORAZ POETS P.O. BOX 1407 SEDONA, AZ 86339	20-1887521	501(C)(3)	13,500.	0.			LEGACY SUPPORT

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NORTH COUNTRY COMMUNITY HEALTHCARE CENTER - P.O. BOX 3630 - FLAGSTAFF, AZ 86003	86-0663432	501(C)(3)	13,475.	0.			VARIOUS PROGRAMS
NORTHERN ARIZONA FOOD BANK 3805 E. HUNTINGTON FLAGSTAFF, AZ 86004	73-1330955	501(C)(3)	7,750.	0.			WOOD FOR WINTER WARMTH
NORTHERN ARIZONA UNIVERSITY OFFICE OF FINANCIAL AID FLAGSTAFF, AZ 86011	86-0193726	501(C)(3)	142,756.	0.			VARIOUS PROGRAMS
NORTHERN ARIZONA UNIVERSITY FOUNDATION - P.O. BOX 4094 - FLAGSTAFF, AZ 86011	86-0193726	501(C)(3)	35,000.	0.			VARIOUS PROGRAMS
NORTHLAND FAMILY HELP CENTER 2532 N. FOURTH ST. #506 FLAGSTAFF, AZ 86004	86-0351566	501(C)(3)	19,833.	0.			VARIOUS PROGRAMS
NORTHLAND HOSPICE & PALLIATIVE CARE - P.O. BOX 997 - FLAGSTAFF, AZ 86002	74-2385187	501(C)(3)	17,000.	0.			BASKETBALL LOCKER ROOM UPGRADES
NORTHWESTERN UNIVERSITY 2020 RIDGE AVE. #343 EVANSTON, IL 60208	36-2167817	501(C)(3)	25,000.	0.			VARIOUS PROGRAMS
O'CONNOR HOUSE 1300 N. COLLEGE AVE. TEMPE, AZ 85281	26-3521510	501(C)(3)	24,200.	0.			PRESIDENT'S CIRCLE
OHIO WESLEYAN UNIVERSITY 61 SOUTH SANDUSKY ST. DELAWARE, OH 43015	31-4379585	501(C)(3)	10,000.	0.			CONTINUATION OF DR. DRUKER'S CANCER RESEARCH

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OHSU CANCER INSTITUTE 3181 SW SAM JACKSON PARK ROAD PORTLAND, OR 97239	23-7083114	501(C)(3)	5,000.	0.			UNRESTRICTED SUPPORT
OMAHA HOME FOR BOYS 4343 N. 52ND ST. OMAHA, NE 68104	47-0376529	501(C)(3)	5,000.	0.			GENERAL OPERATIONS & TRAINING SPECIAL NEEDS YOUNG ADULTS IN CATERING
ONE STEP BEYOND, INC. 9299 W. OLIVE AVE. #311 PEORIA, AZ 85345	86-1036448	501(C)(3)	7,000.	0.			PROGRAM SUPPORT
OPENING MINDS THROUGH THE ARTS FOUNDATION - 3208 E. FORT LOWELL #106 - TUCSON, AZ 85716	20-0184741	501(C)(3)	325,000.	0.			CAPACITY BUILDING
P.O.P.S.I.C.L.E. 8711 E. PINNACLE PEAK RD. #290 SCOTTSDALE, AZ 85255	20-8095826	501(C)(3)	30,000.	0.			PROGRAM SUPPORT
PALMCROFT BAPTIST CHURCH 15825 N. 35TH AVENUE PHOENIX, AZ 85053	86-0119981	501(C)(3)	15,000.	0.			LEARNING CAFE & LIL' EAGLES BOOK CLUB
PALO VERDE ELEMENTARY SCHOOL DISTRICT - 10700 S. PALO VERDE RD. - PALO VERDE, AZ 85343	86-6000532	GOVERNMENT	14,820.	0.			EDUCATION/HUMANITIES
PAPPAS KIDS SCHOOLHOUSE FOUNDATION 3281 N. HUNT HIGHWAY #115 FLORENCE, AZ 85132	20-2581623	501(C)(3)	5,000.	0.			UNRESTRICTED SUPPORT
PARADISE VALLEY ROTARY FOUNDATION P.O. BOX 31928 PHOENIX, AZ 85046	94-2885087	501(C)(3)	5,000.	0.			FAMILY EDUCATION OUTREACH PROGRAM

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PARENT AID 2580 E. 22ND ST. TUCSON, AZ 85713	74-2591577	501(C)(3)	15,000.	0.			PARENTING EDUCATION
PARENTING ARIZONA 1515 E. CEDAR AVENUE #E-1 FLAGSTAFF, AZ 86004	86-0324590	501(C)(3)	20,900.	0.			TENANT IMPROVEMENT CONSTRUCTION EXPENSES
PASTORAL CARE ASSOCIATES 5400 W. NORTHERN AVENUE #204 GLENDALE, AZ 85301	86-0893815	501(C)(3)	7,000.	0.			TRAINING MANUAL
PATAGONIA CREATIVE ARTS ASSOCIATION - P.O. BOX 1248 - PATAGONIA, AZ 85624	31-1641854	501(C)(3)	5,000.	0.			GOING PUBLIC, TAKE TWO
PATAGONIA MUSEUM P.O. BOX 1302 PATAGONIA, AZ 85624	20-2244767	501(C)(3)	5,000.	0.			LOCHIEL SCHOOLHOUSE PRESERVATION PROJECT: PHASE 2
PAYSON HELPING PAYSON P.O. BOX 231 PAYSON, AZ 85541	86-0716933	501(C)(3)	5,000.	0.			PROGRAM SUPPORT
PAYSON MULTIPURPOSE SR CTR DEVELOP. ASSOC, - 514 W. MAIN ST. - PAYSON, AZ 85541	74-2378900	501(C)(3)	5,000.	0.			OPERATIONS
PEER SOLUTIONS, INC. 2229 N. 22ND ST. PHOENIX, AZ 85006	86-1015729	501(C)(3)	36,000.	0.			EDUCATE SCHOOL AGE KIDS ABOUT DATING VIOLENCE
PEOPLE OF COLOR NETWORK, INC. 77 E. THOMAS RD. #230 PHOENIX, AZ 85012	86-0976654	501(C)(3)	20,000.	0.			TECHNOLOGY OUTCOMES OPTIMIZATION

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PEOPLE WHO CARE P.O. BOX 12977 PRESCOTT, AZ 86304	86-0707449	501(C)(3)	6,962.	0.			PROGRAM SUPPORT
PHIPPEN MUSEUM 4701 HIGHWAY 89 N PRESCOTT, AZ 86301	51-0157597	501(C)(3)	41,565.	0.			PROGRAM SUPPORT
PHOENIX ART MUSEUM 1625 N. CENTRAL AVENUE PHOENIX, AZ 85004	86-0072608	501(C)(3)	40,552.	0.			PROGRAM SUPPORT
PHOENIX CENTER ARTS ASSOCIATION 1202 N. 3RD ST. PHOENIX, AZ 85004	86-0712649	501(C)(3)	25,000.	0.			PHOENIX ARTS AND CULTURE FESTIVAL
PHOENIX CHAMBER MUSIC SOCIETY P.O. BOX 34235 PHOENIX, AZ 85067	86-6052614	501(C)(3)	13,846.	0.			VARIOUS PROGRAMS
PHOENIX CHILDREN'S HOSPITAL 1919 E. THOMAS ROAD PHOENIX, AZ 85016	74-2421549	501(C)(3)	52,400.	0.			VARIOUS PROGRAMS
PHOENIX CHILDREN'S HOSPITAL FOUNDATION - 2929 E CAMELBACK RD. #122 - PHOENIX, AZ 85016	74-2421549	501(C)(3)	154,665.	0.			VARIOUS PROGRAMS
PHOENIX CHILDREN'S PROJECT 3219 E. CAMELBACK RD. #228 PHOENIX, AZ 85018	90-0137202	501(C)(3)	5,000.	0.			SPRING & SUMMER PROGRAMMING
PHOENIX COMMUNITY ALLIANCE 234 N. CENTRAL AVE. #M-1100 PHOENIX, AZ 85005	86-0492098	501(C)(3)	5,000.	0.			REVITALIZATION OF PHOENIX'S URBAN CORE

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
PHOENIX ELEMENTARY SCHOOL DISTRICT 1817 N. 7TH ST. PHOENIX, AZ 85006	86-6000478	GOVERNMENT	13,000.	0.			TARGET EDVENTURES
PHOENIX INDIAN CENTER 4520 N. CENTRAL #250 PHOENIX, AZ 85012	86-6006566	501(C)(3)	5,000.	0.			PROGRAM SUPPORT
PHOENIX PUBLIC LIBRARY FOUNDATION 1221 N. CENTRAL AVE. PHOENIX, AZ 85004	86-0835463	501(C)(3)	18,580.	0.			GENERAL OPERATING SUPPORT
PHOENIX RESCUE MISSION 1801 S. 35TH AVE. PHOENIX, AZ 85009	86-6057771	501(C)(3)	6,250.	0.			GENERAL PROGRAM SUPPORT
PHOENIX REVITALIZATION CORPORATION 1310 W. HADLEY ST. #B PHOENIX, AZ 85007	86-0663748	501(C)(3)	72,500.	0.			COMMUNITIES FOR ALL AGES
PHOENIX ROTARY CLUB FOUNDATION 501 E. OSBORN RD. PHOENIX, AZ 85012	86-6057676	501(C)(3)	10,500.	0.			VARIOUS PROGRAMS
PHOENIX SYMPHONY 1 N. FIRST ST. #200 PHOENIX, AZ 85004	86-6000134	501(C)(3)	449,290.	0.			VARIOUS PROGRAMS
PHOENIX THEATRE, INC. 100 E. MCDOWELL RD. PHOENIX, AZ 85004	86-0108839	501(C)(3)	102,120.	0.			VARIOUS PROGRAMS
PIONEER ARIZONA FOUNDATION 3901 W. PIONEER RD. PHOENIX, AZ 85086	86-0182044	501(C)(3)	6,775.	0.			LIGHTING FIXTURES FOR PHOENIX BAKERY

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PLANNED PARENTHOOD CENTRAL & NORTHERN AZ - 5651 N. SEVENTH ST. - PHOENIX, AZ 85014	86-0146520	501(C)(3)	119,035.	0.			VARIOUS PROGRAMS
PLANNED PARENTHOOD FEDERATION OF AMERICA - 434 W. 33RD STREET - NEW YORK, NY 10001	13-1644147	501(C)(3)	10,500.	0.			HUMANITARIAN SUPPORT
POINTE LOMA NAZARENE UNIVERSITY 3900 LOMALAND DR. SAN DIEGO, CA 92106	95-1644035	501(C)(3)	6,590.	0.			PROGRAM SUPPORT
POLARIS PROJECT P.O. BOX 53315 WASHINGTON, DC 20009	03-0391561	501(C)(3)	45,000.	0.			VARIOUS PROGRAMS
POVERTY'S PETS 6910 E. 5TH AVE. SCOTTSDALE, AZ 85251	86-0680369	501(C)(3)	15,000.	0.			ANIMAL WELFARE
PRESCOTT COLLEGE 220 GROVE AVE. PRESCOTT, AZ 86301	86-0294012	501(C)(3)	121,687.	0.			VARIOUS PROGRAMS
PRESCOTT POLICE DEPARTMENT P.O. BOX 2526 PRESCOTT, AZ 86302	86-6000257	GOVERNMENT	7,000.	0.			CANINE UNIT IMPROVEMENT
PRESCOTT UNIFIED SCHOOL DISTRICT, #1 - 146 S. GRANITE STREET - PRESCOTT, AZ 86303	86-6000562	ST OF ARIZ	10,150.	0.			VARIOUS PROGRAMS
PRESCOTT VALLEY POLICE DEPARTMENT 7601 E. CIVIC CIRCLE PRESCOTT VALLEY, AZ 86314	86-0356435	501(C)(3)	6,000.	0.			K9 PROGRAM

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PRESCOTT YMCA 750 WHIPPLE ST. PRESCOTT, AZ 86301	86-0119151	501(C)(3)	6,433.	0.			PROGRAM SUPPORT
PREVENT CHILD ABUSE ARIZONA P.O. BOX 26495 PRESCOTT VALLEY, AZ 86312	86-0832901	501(C)(3)	50,000.	0.			NEVER SHAKE A BABY ARIZONA
PROJECT CENTRL 820 E. COTTONWOOD LN. BLDG. C CASA GRANDE, AZ 85122	94-2909388	501(C)(3)	96,626.	0.			CLOSING BALANCE - PROGRAM SUPPORT
PUBLIC BROADCASTING SERVICE 2100 CRYSTAL DR. ARLINGTON, VA 22202	52-0899215	501(C)(3)	10,884.	0.			PROGRAM SUPPORT
QUALITY CONNECTIONS 3920 E. HUNTINGTON DRIVE-A FLAGSTAFF, AZ 86004	86-1000271	501(C)(3)	5,000.	0.			GENERAL OPERATIONS
REACHING INDIANS MINISTRIES INTERNATIONAL, INC. - P.O. BOX 688 - ROUND LAKE BEACH, IL 60073	36-3939257	501(C)(3)	20,000.	0.			GENERAL PROGRAM SUPPORT
REBUILDING TOGETHER VALLEY OF THE SUN - 2123 S. PRIEST DR. #213 - TEMPE, AZ 85282	86-0680607	501(C)(3)	75,000.	0.			RECOVERABLE GRANT - AFFORDABLE HOUSING
RED ROSE INSPIRATION FOR ANIMALS, INC. - P.O. BOX 74 - SEDONA, AZ 86339	26-4134119	501(C)(3)	6,600.	0.			RED ROCKS PET ADOPTION
REGENTS OF THE UNIVERSITY OF CALIFORNIA AT LA - 924 WESTWOOD BLVD. #300 - LOS ANGELES, CA 90024	95-6006143	501(C)(3)	50,000.	0.			UCLA BRAIN ATTACK PROGRAM

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REHOBOTH COMMUNITY DEVELOPMENT CORP - P.O BOX 57601 - PHOENIX, AZ 85009	86-1114590	501(C)(3)	25,000.	0.			COMMUNITIES FOR ALL AGES
REIGNING GRACE RANCH 28150 N ALMA SCHOOL PKWY #103-481 SCOTTSDALE, AZ 85262	45-3219899	501(C)(3)	5,000.	0.			UNRESTRICTED SUPPORT
RIDING FOR DREAMS P.O. BOX 911 LISBON, ND 58054	27-0655405	501(C)(3)	5,000.	0.			UNRESTRICTED PROGRAM SUPPORT
RIO SALADO ARCHITECTURAL FOUNDATION - 30 N. THIRD AVE. #200 - PHOENIX, AZ 85003	86-0471616	501(C)(3)	70,000.	0.			VARIOUS PROGRAMS
RIVER OF DREAMS 931 W. VERDE LN. PHOENIX, AZ 85013	86-0749240	501(C)(3)	10,000.	0.			RIVER RAMPAGE
RONALD MCDONALD HOUSE CHARITIES OF PHX. - 501 E. ROANOKE AVENUE - PHOENIX, AZ 85004	86-0483792	501(C)(3)	10,000.	0.			HELP-A-FLAGSTAFF FAMILY
ROSIE'S HOUSE: A MUSIC ACADEMY FOR CHILDREN - P.O. BOX 13446 - PHOENIX, AZ 85002	86-0650451	501(C)(3)	10,198.	0.			PROGRAM SUPPORT
RUTGERS UNIVERSITY FOUNDATION 7 COLLEGE AVENUE NEW BRUNSWICK, NJ 08901	23-7318742	501(C)(3)	11,000.	0.			SCHOOL OF ENGINEERING
RYAN HOUSE 110 W. MERRELL ST. 1ST FL PHOENIX, AZ 85013	20-1852393	501(C)(3)	37,620.	0.			MAJOR GIVING PROGRAM

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SADDLE MOUNTAIN UNIFIED SCHOOL DISTRICT - 38201 W. INDIAN SCHOOL RD. - TONOPAH, AZ 85354	86-6000521	GOVERNMENT	19,800.	0.			VARIOUS PROGRAMS
SALVATION ARMY P.O. BOX 52177 PHOENIX, AZ 85072	13-5562351	501(C)(3)	33,319.	0.			VARIOUS PROGRAMS
SAN DIEGO FOUNDATION 2508 HISTORIC DECATUR RD. #200 SAN DIEGO, CA 92106	95-2942582	501(C)(3)	21,892.	0.			PROGRAM SUPPORT
SAN LUIS CORPORATION FOR THE ARTS AND HUMANITIES - P.O. BOX 1170 - SAN LUIS, AZ 85349	35-2277440	501(C)(3)	10,225.	0.			BARRIER2BRIDGE
SANTA BARBARA FOUNDATION 1111 CHAPALA ST. SANTA BARBARA, CA 93101	95-1866094	501(C)(3)	450,000.	0.			CASE DONOR ADVISED FUND
SARATOGA CHAMBER ORCHESTRA P.O. BOX 1524 LANGLEY, WA 98260	26-1984716	501(C)(3)	5,000.	0.			PROGRAM SUPPORT
SAVE THE FAMILY 450 W. FOURTH PL. MESA, AZ 85201	86-0665712	501(C)(3)	20,000.	0.			VARIOUS PROGRAMS
SAVE THE FAMILY FOUNDATION OF ARIZONA - 450 W. FOURTH PL. - MESA, AZ 85201	86-0665712	501(C)(3)	13,000.	0.			VARIOUS PROGRAMS
SCIENCE FOUNDATION ARIZONA 400 E. VAN BUREN ST. #200 PHOENIX, AZ 85004	20-4365711	501(C)(3)	172,500.	0.			PROGRAM SUPPORT

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SCOTTSDALE ARTISTS' SCHOOL 3720 N. MARSHALL WAY SCOTTSDALE, AZ 85251	86-0460092	501(C)(3)	6,263.	0.			VARIOUS PROGRAMS
SCOTTSDALE HEALTHCARE FOUNDATION 10001 N. 92ND STREET #121 SCOTTSDALE, AZ 85258	74-2355411	501(C)(3)	290,000.	0.			VARIOUS PROGRAMS
SCOTTSDALE LIBRARY SYSTEMS 3839 DRINKWATER BOULEVARD SCOTTSDALE, AZ 85251	86-6000735	GOVERNMENT	30,553.	0.			PROGRAM SUPPORT
SCOTTSDALE ROTARY FOUNDATION P.O. BOX 1401 SCOTTSDALE, AZ 85252	86-6054024	501(C)(3)	14,350.	0.			SCHOLARSHIP FUND
SCRIPPS HEALTH FOUNDATION P.O. BOX 2669 LA JOLLA, CA 92038	95-1684089	501(C)(3)	15,094.	0.			SCRIPPS CLINIC, LA JOLLA, CA FOR CANCER RESEARCH
SCRIPPS INSTITUTE OF OCEANOGRAPHY 9500 GILMAN DRIVE MC-0210 LA JOLLA, CA 92093	33-0435954	501(C)(3)	6,000.	0.			AQUARIUM & EW SCRIPPS
SEDONA ARTS CENTER P.O. BOX 569 SEDONA, AZ 86339	86-6052626	501(C)(3)	5,000.	0.			PROGRAM SUPPORT
SEDONA CHAMBER MUSIC SOCIETY, INC. 1487 W. HWY. 89 A #9 SEDONA, AZ 86339	94-2920643	501(C)(3)	18,830.	0.			VARIOUS PROGRAMS
SEDONA CHARTER SCHOOL 165 KACHINA DR.. SEDONA, AZ 86336	86-0794286	501(C)(3)	5,000.	0.			COMMUNITY SERVICE AND FIELD TRIP VAN

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SEDONA COMMUNITY CENTER P.O. BOX 2894 SEDONA, AZ 86339	86-0491174	501(C)(3)	25,000.	0.			COMMUNITIES FOR ALL AGES
SEDONA INTERNATIONAL FILM FESTIVAL & WORKSHOP - P.O. BOX 162 - SEDONA, AZ 86339	20-0351857	501(C)(3)	15,000.	0.			VARIOUS PROGRAMS
SEDONA OAK CREEK USD 221 BREWER RD. #100 SEDONA, AZ 86336	86-0682862	GOVERNMENT	6,500.	0.			VARIOUS PROGRAMS
SEDONA PERFORMERS GUILD 215 COFFEE POT DR. SEDONA, AZ 86336	26-4190384	501(C)(3)	8,100.	0.			SEDONA YOUTH ORCHESTRA
SEDONA RECYCLES, INC. 2280 SHELBY DR. SEDONA, AZ 86336	86-0644798	501(C)(3)	13,000.	0.			EXPANDED POLYSTYRENE RECYCLING PROJECT
SEEDS FOR AUTISM 1775 E. OCOTILLO PHOENIX, AZ 85016	27-2401783	501(C)(3)	7,000.	0.			SEEDS EXPANSION PROJECT 2011-2012
SETON CATHOLIC HIGH SCHOOL 1150 NORTH DOBSON ROAD CHANDLER, AZ 85224	26-2785742	501(C)(3)	5,000.	0.			TUITION ASSISTANCE FOR NEEDY CHILDREN
SEVENTH DAY ADVENTIST MISSIONARY FOUNDATION - 3800 E. LINCOLN DR. #21 - PHOENIX, AZ 85018	86-6040488	501(C)(3)	450,645.	0.			UNRESTRICTED SUPPORT
SI SE PUEDE FOUNDATION P.O. BOX 1929 CHANDLER, AZ 85244	86-0922834	501(C)(3)	26,000.	0.			VARIOUS PROGRAMS

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SICK AND ELDERLY PROGRAM OF THE HILL - 2315 MACKLAND AVE. - ST. LOUIS, MO 63110	77-0598270	501(C)(3)	5,000.	0.			ELDERLY AND HOMEBOUND IN THE AREA
SISTAS OF AZ P.O. BOX 12013 CHANDLER, AZ 85248	56-2556274	501(C)(3)	7,688.	0.			PINK 365 PROGRAM
SLAVIC GOSPEL ASSOCIATION 6151 COMMONWEALTH DRIVE LOVES PARK, IL 61111	36-2428314	501(C)(3)	10,000.	0.			GENERAL FUND
SMILE 1929 S. ARIZONA AVENUE #15 YUMA, AZ 85364	86-0928857	501(C)(3)	9,390.	0.			VARIOUS PROGRAMS
SMILE TRAIN P.O. BOX 96231 WASHINGTON, DC 20090	13-3661416	501(C)(3)	6,750.	0.			MEDICAL OPERATIONS
SOICIETY OF ST. VINCENT DE PAUL P.O. BOX 13600 PHOENIX, AZ 85002	86-0096789	501(C)(3)	20,540.	0.			PROGRAM SUPPORT
SOJOURNER CENTER P.O. BOX 20156 PHOENIX, AZ 85036	94-2465081	501(C)(3)	7,000.	0.			ANNUAL GIFT
SOL INTERNATIONAL FOUNDATION, INC. ONE ANGLE STREET ASHEVILLE, NC 28801	20-4786732	501(C)(3)	5,000.	0.			ONE YEAR TUITION AND P.E. PROGRAM
SONORAN ARTS LEAGUE P.O. BOX 1689 CAVE CREEK, AZ 85327	86-0805268	501(C)(3)	5,693.	0.			PROGRAM SUPPORT

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SOUTHEASTERN ARIZONA BEHAVIORAL HEALTH SERVICES - 288 S. FIRST STREET - SIERRA VISTA, AZ 85635	86-0425910	501(C)(3)	60,000.	0.			PARENT RESOURCE NETWORK
SOUTHEASTERN AZ COMMUNITY UNIQUE SERVICES - 624 W. MAIN - SAFFORD, AZ 85546	86-0782865	501(C)(3)	20,000.	0.			BABY BOOMER IMPACT REDUCTION PLAN
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVE. MONTGOMERY, AL 36104	63-0598743	501(C)(3)	5,250.	0.			GENERAL OPERATIONS SUPPORT
SOUTHSIDE COMMUNITY ASSOCIATION, INC. - 203 E. BRANNEN AVE. - FLAGSTAFF, AZ 86001	47-0931254	501(C)(3)	25,000.	0.			COMMUNITIES FOR ALL AGES
SOUTHWEST AUTISM RESEARCH & RESOURCE CENTER - 300 N. 18TH ST. - PHOENIX, AZ 85006	31-1496646	501(C)(3)	18,000.	0.			VARIOUS PROGRAMS
SOUTHWEST HUMAN DEVELOPMENT 2850 N. 24TH ST. PHOENIX, AZ 85008	86-0407179	501(C)(3)	121,823.	0.			VARIOUS PROGRAMS
SOUTHWEST INSTITUTE FOR FAMILIES AND CHILDREN - 5111 N. SCOTTSDALE RD. #151 - SCOTTSDALE, AZ 85250	86-1041733	501(C)(3)	5,500.	0.			VARIOUS PROGRAMS
SOUTHWESTERN MEDICAL FOUNDATION P.O. BOX 910888 DALLAS, TX 75391	75-0945939	501(C)(3)	10,000.	0.			JOHNATHAN W. UHR, M.D. FUND
SPECIAL OLYMPICS ARIZONA 2100 S. 75TH AVE. PHOENIX, AZ 85043	86-0307564	501(C)(3)	11,750.	0.			VARIOUS PROGRAMS

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ST. AGNES CATHOLIC ELEMENTARY SCHOOL - 245 N. AMOS ST. - SPRINGFIELD, IL 62701	37-0661149	501(C)(3)	10,056.	0.			TUITION FOR CHILDREN LIVING IN POVERTY
ST. FRANCIS EPISCOPAL CHURCH P.O. BOX 1220 PAUMA VALLEY, CA 92061	33-0099387	501(C)(3)	25,000.	0.			VARIOUS PROGRAMS
ST. FRANCIS HOUSE 413 S. MAIN ST. GAINESVILLE, FL 32601	59-1978981	501(C)(3)	5,000.	0.			GENERAL OPERATIONS
ST. FRANCIS XAVIER 4715 N. CENTRAL AVENUE PHOENIX, AZ 85012	38-3792643	501(C)(3)	12,500.	0.			CONSTRUCTION OF NEW GRADE SCHOOL
ST. JOHN THE BAPTIST EPISCOPAL CHURCH - 100 S. FRENCH ST. - BRECKENRIDGE, CO 80424	54-1660510	501(C)(3)	13,500.	0.			VARIOUS PROGRAMS
ST. JOHN'S UNIVERSITY P.O. BOX 2222 COLLEGEVILLE, MN 56321	41-0693973	501(C)(3)	20,000.	0.			VARIOUS PROGRAMS
ST. JOSEPH'S FOUNDATION 350 W. THOMAS ROAD PHOENIX, AZ 85013	94-2941245	501(C)(3)	34,611.	0.			VALLEY FEVER CENTER
ST. LOUIS CHILDREN'S HOSPITAL ONE CHILDREN'S PLACE ST. LOUIS, MO 63110	43-1626863	501(C)(3)	20,000.	0.			ZEISS VISUCAM FUNDUS CAMERA
ST. MARY'S FOOD BANK ALLIANCE 2831 N. 31ST AVE. PHOENIX, AZ 85009	23-7353532	501(C)(3)	160,364.	0.			FEED THE POOR

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ST. PETER INDIAN MISSION SCHOOL 1500 N. ST. PETER RD. BAPCHULE, AZ 85121	86-0271006	501(C)(3)	101,000.	0.			UNRESTRICTED SUPPORT
ST. THERESA'S CATHOLIC CHURCH 5045 E. THOMAS RD. PHOENIX, AZ 85018	53-0196617	501(C)(3)	5,000.	0.			PROMOTE CHRISTIANITY
ST. THOMAS THE APOSTLE SCHOOL 4510 N. 24TH STREET PHOENIX, AZ 85016	36-4643961	501(C)(3)	50,000.	0.			CENTER FOR ACADEMIC EXCELLENCE
ST. VINCENT DE PAUL FOOD BANK - SIERRA VISTA - 614 E. BARTOW DR. - SIERRA VISTA, AZ 85635	86-0291351	501(C)(3)	10,000.	0.			ARIZONA WILDFIRES SUPPORT
STAND FOR CHILDREN LEADERSHIP CENTER - 516 SE MORRISON ST. #410 - PORTLAND, OR 97214	52-1957214	501(C)(3)	175,000.	0.			VARIOUS PROGRAMS
STARLIGHT CHILDREN'S FOUNDATION 125 N. SECOND ST. #110-654 PHOENIX, AZ 85004	95-3802159	501(C)(3)	8,000.	0.			UNRESTRICTED SUPPORT
STEP STUDENT EXPEDITION PROGRAM 6336 N. ORACLE RD. #326-326 TUCSON, AZ 85704	22-3879050	501(C)(3)	130,100.	0.			VARIOUS PROGRAMS
STUDENT CONSERVATION ASSOCIATION 689 RIVER ROAD CHARLESTOWN, NH 03063	91-0880684	501(C)(3)	5,000.	0.			ENVIRONMENTAL EDUCATION FOR YOUTH
SUN ANGEL FOUNDATION P.O. BOX 87205 TEMPE, AZ 85287	86-0138459	501(C)(3)	10,000.	0.			ASU SUN DEVIL CLUB

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SUN CITIES ANIMAL RESCUE, INC. 7150 N. 110TH AVE. GLENDALE, AZ 85307	86-0679233	501(C)(3)	8,896.	0.			SPENDING POLICY
SUN CITIES SYMPHONY ORCHESTRA ASSOCIATION - P.O. BOX 1417 - SUN CITY, AZ 85372	23-7041526	501(C)(3)	9,524.	0.			PROGRAM SUPPORT
SUN HEALTH BOSWELL HOSPITAL 13180 N. 103RD DR. SUN CITY, AZ 85351	23-7107959	501(C)(3)	5,119.	0.			ANNUAL SUPPORT
SUN HEALTH RESEARCH INSTITUTE 13950 W. MEEKER BLVD SUN CITY WEST, AZ 85375	86-0768795	501(C)(3)	9,547.	0.			VARIOUS PROGRAMS
SUNSHINE RESCUE MISSION P.O. BOX 426 FLAGSTAFF, AZ 86002	86-0264747	501(C)(3)	7,500.	0.			VARIOUS PROGRAMS
SUPPORTING EMOTIONAL NEEDS OF THE GIFTED, INC - 5444 N. MAGUEY PL. - TUCSON, AZ 85750	86-1009851	501(C)(3)	80,000.	0.			PROGRAM SUPPORT
SUSTAINABLE ARIZONA P.O. BOX 156 SEDONA, AZ 86339	32-0095472	501(C)(3)	5,500.	0.			SEDONA CONSCIOUS COMMUNITY PROJECTS
TANNER COMMUNITY DEVELOPMENT CORP. 700 E. JEFFERSON ST. #300 PHOENIX, AZ 85034	86-1027651	501(C)(3)	20,000.	0.			ANTI-TOBACCO INITIATIVE
TEACH FOR AMERICA 3030 N. CENTRAL AVE. #900 PHOENIX, AZ 85012	13-3541913	501(C)(3)	100,000.	0.			PROGRAM SUPPORT

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
TEEN ADDICTION ANONYMOUS 33917 N. 23RD LN. PHOENIX, AZ 85085	26-2856198	501(C)(3)	25,000.	0.			PROGRAM SUPPORT
TEEN CHALLENGE OF ARIZONA, INC. P.O. BOX 5966 TUCSON, AZ 85703	86-0255257	501(C)(3)	29,125.	0.			VARIOUS PROGRAMS
TEEN LIFELINE, INC. P.O. BOX 10745 PHOENIX, AZ 85064	86-0966427	501(C)(3)	13,500.	0.			VARIOUS PROGRAMS
TEMPE COMMUNITY COUNCIL 34 E. SEVENTH ST. BLDG. A TEMPE, AZ 85281	51-0189790	501(C)(3)	45,375.	0.			VARIOUS PROGRAMS
TEMPE MONTESSORI SCHOOL P.O. BOX 40755 MESA, AZ 85274	86-0836947	501(C)(3)	25,000.	0.			SCHOLARSHIPS
TEMPE POLICE FOUNDATION P.O. BOX 27661 TEMPE, AZ 85285	26-3670930	501(C)(3)	10,000.	0.			MEDICAL EXPENSE FUND
TGEN FOUNDATION 400 E. VAN BUREN ST. #850 PHOENIX, AZ 85004	33-1092191	501(C)(3)	65,000.	0.			VARIOUS PROGRAMS
THE ARBORETUM AT FLAGSTAFF 2700 WOODLANDS VILLAGE BLVD. #300-1 FLAGSTAFF, AZ 86001	94-2788812	501(C)(3)	1,443,278.	0.			VARIOUS PROGRAMS
THE BOARD OF VISITORS 6245 N. 24TH PKWY #110 PHOENIX, AZ 85016	86-6052766	501(C)(3)	8,000.	0.			WOMEN, CHILDREN AND FAMILY NON-PROFITS

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THE CENTER FOR ARIZONA POLICY 7227 N. 16TH ST. #250 PHOENIX, AZ 85020	86-0618922	501(C)(3)	12,750.	0.			INSTITUTIONAL SUPPORT
THE COCHISE WATER PROJECT 2800 E SHAWNEE DR SIERRA VISTA, AZ 85650	45-4269614	501(C)(3)	150,000.	0.			EXPENSES
THE FAMILY SCHOOL 1127 W. MCDOWELL ROAD PHOENIX, AZ 85007	86-0707984	501(C)(3)	8,928.	0.			PROGRAM SUPPORT
THE FIESTA OF THE SPANISH HORSE P.O. BOX 21022 GLENDALE, CA 91221	42-1620270	501(C)(3)	5,000.	0.			FIESTA CHARITY SPECTACULAR
THE HOPI FOUNDATION P.O. BOX 301 KYKOTSMOVI, AZ 86039	74-2488628	501(C)(3)	21,577.	0.			VARIOUS PROGRAMS
THE MICROBUSINESS ADVANCEMENT CENTER - 330 N COMMERCE PARK LOOP #160 - TUCSON, AZ 85745	86-0661853	501(C)(3)	12,500.	0.			SUPPORT TECHNICAL ASSISTANCE FOR SMALL BUSINESSES
THE NATURE CONSERVANCY 4245 N. FAIRFAX DR. #100 ARLINGTON, VA 22203	53-0242652	501(C)(3)	5,869.	0.			GENERAL PROGRAM SUPPORT
THE NATURE CONSERVANCY OF ARIZONA 7600 N. 15TH ST. #100 PHOENIX, AZ 85020	53-0242652	501(C)(3)	66,750.	0.			PROGRAM SUPPORT
THE NEW LIFE SOCIETY, INC. P.O. BOX 36122 PHOENIX, AZ 85067	86-0618929	501(C)(3)	10,000.	0.			SSUPPORT GROUPS FOR PARENTS AND FAMILIES WITH PEDIATRIC TRANSPLANT PATIENTS

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THE PHOENIX CONSERVATORY OF MUSIC 7801 NORTH BLACK CANYON HIGHWAY #C LITCHFIELD PARK, AZ 85340	86-0917748	501(C)(3)	20,000.	0.			BERKLEE CITY MUSIC NETWORK COLLEGE PREP PROGRAM
THE PHOENIX SHANTI GROUP 2345 W. GLENDALE AVE. PHOENIX, AZ 85021	86-0592079	501(C)(3)	20,000.	0.			ELECTRONIC BEHAVIORAL HEALTH RECORD SYSTEM
THE PHOENIX ZOO 455 N. GALVIN PKWY. PHOENIX, AZ 85008	86-0174843	501(C)(3)	22,975.	0.			VARIOUS PROGRAMS
THE SALVATION ARMY 2707 E. VAN BUREN ST. PHOENIX, AZ 85008	94-1156347	501(C)(3)	28,992.	0.			VARIOUS PROGRAMS
THE SCIENCE & CONSERVATION CENTER 2100 S. SHILOH RD BILLINGS, MT 59106	81-0539631	501(C)(3)	6,000.	0.			WILDHORSE FERTILITY CONTROL
THE WELCOME TO AMERICA PROJECT P.O. BOX 21 SCOTTSDALE, AZ 85252	80-0038343	501(C)(3)	8,000.	0.			BUILDING CAPACITY
THE WELLNESS COMMUNITY - ARIZONA 360 E. PALM LN. PHOENIX, AZ 85004	86-0897810	501(C)(3)	15,500.	0.			VARIOUS PROGRAMS
THEATER WORKS 8355 W. PEORIA AVE. PEORIA, AZ 85345	86-0563315	501(C)(3)	37,143.	0.			PROGRAMMING SUPPORT
THEATRE COMMUNICATIONS GROUP 520 EIGHTH AVE. 24TH FL NEW YORK, NY 10018	13-6160130	501(C)(3)	5,000.	0.			GENERAL PROGRAM SUPPORT

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THREE BAYS PRESERVATION, INC. 864 MAIN ST. OSTERVILLE, MA 02655	04-3338308	501(C)(3)	5,000.	0.			SCHOLARSHIP FUND
THUNDERBIRD SCHOOL OF GLOBAL MANAGEMENT - 1 GLOBAL PL. - GLENDALE, AZ 85306	86-0105586	501(C)(3)	48,500.	0.			VARIOUS PROGRAMS
THUNDERBIRDS CHARITIES 7226 N. 16TH ST. #100 PHOENIX, AZ 85020	86-0560664	501(C)(3)	1,021,682.	0.			VARIOUS PROGRAMS
TIME OUT, INC. P.O. BOX 306 PAYSON, AZ 85547	86-0723051	501(C)(3)	19,203.	0.			VARIOUS PROGRAMS
TOMBSTONE SMALL ANIMAL SHELTER P.O. BOX 1085 TOMBSTONE, AZ 85638	94-2554189	501(C)(3)	5,273.	0.			INSTALLATION OF FOUR NEW DOG RUNS
TONOPAH VALLEY COMMUNITY COUNCIL P.O. BOX 117 TONOPAH, AZ 85354	86-0828359	501(C)(3)	7,000.	0.			VARIOUS PROGRAMS
TONOPAH VALLEY FFA ALUMNI 33121 W. SUNLAND AVE. TONOPAH, AZ 85354	27-4739916	501(C)(4)	6,000.	0.			PROGRAM SUPPORT
TONOPAH VALLEY FIRE DISTRICT P.O. BOX 67 TONOPAH, AZ 85354	86-0765462	501(C)(4)	13,246.	0.			OPERATIONAL ASSISTANCE
TONTO CREEK CAMP 8425 E. KALIL DR. #200 SCOTTSDALE, AZ 85260	27-1328630	501(C)(3)	40,000.	0.			RETREAT AT TONTOZONA

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TOTAL COMMUNITY OPTIONS FOUNDATION 8950 E. LOWRY BLVD. DENVER, CO 80230	26-2700185	501(C)(3)	5,000.	0.			PROGRAM SUPPORT
TRI-STATE COLLIE RESCUE 4734 COMMON VIEW CIR. INDIANAPOLIS, IN 46220	31-1701760	501(C)(3)	8,200.	0.			GENERAL PROGRAM SUPPORT
TRINITY SCHOOL AT GREENLAWN 107 SOUTH GREENLAWN AVE SOUTH BEND, IN 46617	35-1502075	501(C)(3)	10,000.	0.			SCHOLARSHIPS
TUMBLEWEED CENTER FOR YOUTH DEVELOPMENT - 1419 N. THIRD ST. #102 - PHOENIX, AZ 85004	23-7284153	501(C)(3)	21,500.	0.			VARIOUS PROGRAMS
TURKISH PHILANTHROPIC FUND 1036 PARK AVENUE, 15A NEW YORK, NY 10028	20-8392006	501(C)(3)	75,000.	0.			CAPACITY BLDG & MAKING EDUCATION RELATED SOCIAL ADJUSTMENTS
U.S. ARMY OF THE WEST MORMON BATTALION FDN - 4464 CHARRO LANE - YUMA, AZ 85364	31-1593663	501(C)(3)	11,362.	0.			ANNUAL SUPPORT
UHLICH CHILDREN'S ADVANTAGE NETWORK - 3737 N. MOZART ST. - CHICAGO, IL 60618	36-2167937	501(C)(3)	5,000.	0.			GENERAL FUNDS (YLA)
UMOM NEW DAY CENTERS 3320 E. VAN BUREN ST. #104 PHOENIX, AZ 85008	86-0521062	501(C)(3)	28,750.	0.			PROGRAM SUPPORT
UNION OF CONCERNED SCIENTISTS 2 BATTLE SQ. CAMBRIDGE, MA 02238	04-2535767	501(C)(3)	16,307.	0.			PROGRAM SUPPORT

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UNITARIAN UNIVERSALIST CONGREGATION/PHOENIX - 4027 E. LINCOLN - PARADISE VALLEY, AZ 85253	04-2103733	501(C)(3)	5,000.	0.			RELIGIOUS COMMUNITY CAPITAL BUILDING
UNITED CEREBRAL PALSY ASSOCIATION 1802 W. PARKSIDE LN. PHOENIX, AZ 85027	86-0110967	501(C)(3)	15,000.	0.			DAY TREATMENT AND TRAINING SUMMER PROGRAM
UNITED FOOD BANK 358 E. JAVELINA AVE. MESA, AZ 85210	86-0505273	501(C)(3)	5,840.	0.			UNRESTRICTED SUPPORT
UNITED PHOENIX FIREFIGHTERS ASSOC. INC. - 61 E. COLUMBUS AVE. - PHOENIX, AZ 85012	86-6053047	501(C)(3)	5,000.	0.			CHAPLAINCY PROGRAM SUPPORT
UNITED STATES MERCHANT MARINE ACADEMY - 300 STEAMBOAT RD.-BABSON CENTER - KINGS POINT, NY 11024	11-6037948	501(C)(3)	15,900.	0.			VARIOUS PROGRAMS
UNITED WAY OF NORTHERN ARIZONA 1515 E. CEDAR AVE. #D-1 FLAGSTAFF, AZ 86004	86-0211666	501(C)(3)	21,180.	0.			VARIOUS PROGRAMS
UNITED WAY OF YAVAPAI COUNTY 3343 N. WINDSONG DRIVE PRESCOTT VALLEY, AZ 86314	86-0610730	501(C)(3)	5,000.	0.			COMMUNITY IMPACT INITIATIVE FUNDING
UNITED WAY OF YUMA COUNTY 180 W. FIRST ST. #B YUMA, AZ 85364	86-0211326	501(C)(3)	6,000.	0.			VARIOUS PROGRAMS
UNIVERSITY OF ARIZONA FOUNDATION 1111 N. CHERRY AVE. TUCSON, AZ 85721	86-6050388	501(C)(3)	87,021.	0.			VARIOUS PROGRAMS

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UNIVERSITY OF CALIFORNIA AT BERKELEY FOUNDATION - 2440 BANCROFT WAY - BERKELEY, CA 94720	94-6090626	501(C)(3)	40,000.	0.			VARIOUS PROGRAMS
UNIVERSITY OF CHICAGO 1101 E. 58TH ST. CHICAGO, IL 60637	36-2177139	501(C)(3)	2,887.	0.			VARIOUS PROGRAMS
UNIVERSITY OF MINNESOTA FOUNDATION 106 PLEASANT ST. SE MINNEAPOLIS, MN 55455	41-6042488	501(C)(3)	1,000.	0.			THE LEO J RASKIND MEMORIAL FACULTY SCHOLARS FUND
UNIVERSITY OF SOUTHERN CALIFORNIA 700 CHILDS WAY LOS ANGELES, CA 90089	95-1642394	501(C)(3)	5,000.	0.			USC MARSHALL PARTNERS
UNLIMITED POTENTIAL P.O. BOX 8814 PHOENIX, AZ 85066	74-2383678	501(C)(3)	6,000.	0.			PROGRAM SUPPORT
UNLIMITED POTENTIAL, INC. PO BOX 1355 WARSAW, IN 46581	31-1014369	501(C)(3)	8,000.	0.			PROGRAM SUPPORT
URBAN LAND INSTITUTE-ARIZONA 234 N. CENTRAL AVENUE - 9401 PHOENIX, AZ 85004	53-0159845	501(C)(3)	10,000.	0.			PROGRAM SUPPORT
USO WORLD HEADQUARTERS P.O. BOX 96898 WASHINGTON, DC 20090	13-1610451	501(C)(3)	30,000.	0.			OPERATION ENDURING CARE
VALLE DEL SOL, INC. 3807 N. SEVENTH ST. PHOENIX, AZ 85014	86-0251255	501(C)(3)	39,500.	0.			VARIOUS PROGRAMS

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VALLEY LEADERSHIP 2700 N. THIRD ST. #2009 PHOENIX, AZ 85004	86-0373283	501(C)(3)	7,000.	0.			PROGRAM SUPPORT
VALLEY OF THE SUN JEWISH COMMUNITY CENTER - 12701 N. SCOTTSDALE RD. #203 - SCOTTSDALE, AZ 85254	86-0622258	501(C)(3)	35,000.	0.			KOACH MACABI CLUB
VALLEY OF THE SUN UNITED WAY 1515 E. OSBORN RD. PHOENIX, AZ 85014	86-0104419	501(C)(3)	140,240.	0.			VARIOUS PROGRAMS
VALLEY OF THE SUN YMCA 350 N. FIRST AVE. PHOENIX, AZ 85003	86-0096799	501(C)(3)	193,876.	0.			VARIOUS PROGRAMS
VALLEY ORTHOPEDIC CLINIC P.O. BOX 1645 CALEXICO, CA 92231	95-6137468	501(C)(3)	120,000.	0.			OPERATE CARE OF CHILDREN
VALLEY PRESBYTERIAN CHURCH 6947 E. MCDONALD DR. PARADISE VALLEY, AZ 85253	94-2378204	501(C)(3)	20,000.	0.			UNRESTRICTED SUPPORT
VANGUARD CHARITABLE ENDOWMENT PROGRAM - P.O. BOX 55766 - BOSTON, MA 02205	23-2888152	501(C)(3)	179,700.	0.			PROGRAM SUPPORT
VERDE VALLEY CAREGIVERS COALITION 299 VAN DEREN #2 SEDONA, AZ 86336	86-0725787	501(C)(3)	5,713.	0.			SERVING ADULTS IN NEED IN THE GREATER SEDONA REGION
VERDE VALLEY CYCLISTS COALITION 180 PONY SOLDIER RD. SEDONA, AZ 86336	02-0717767	501(C)(3)	5,080.	0.			SEDONA RED ROCK NATIONAL MOUNTAIN BIKE PATROL

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VERDE VALLEY SINFONIETTA P.O. BOX 4672 SEDONA, AZ 86336	20-3371497	501(C)(3)	8,500.	0.			ORCHESTRATING MUSICAL MAGIC FOR CHILDREN
VETERANS OF FOREIGN WARS OF US DEPT OF AZ - 6907 E. THOMAS RD. - SCOTTSDALE, AZ 85251	86-0076886	501(C)(3)	14,483.	0.			VETERAN'S OF FOREIGN WARS
VICTIM/WITNESS SERVICES FOR COCONINO COUNTY - 201 E. BIRCH AVE. #4 - FLAGSTAFF, AZ 86001	86-0481748	501(C)(3)	13,976.	0.			VARIOUS PROGRAMS
VISION QUEST 20-20 564 W. NINTH PL. #3 MESA, AZ 85201	04-3747651	501(C)(3)	33,321.	0.			ANNUAL SUPPORT
VOLUNTEER CENTER OF SOUTHERN ARIZONA - 924 N. ALVERNON WAY - TUCSON, AZ 85711	86-0219048	501(C)(3)	7,000.	0.			CONNECTIONS
WAKE FOREST UNIVERSITY P.O. BOX 7227 WINSTON-SALEM, NC 27109	56-0532138	501(C)(3)	5,000.	0.			THE WAKE FOREST FUND
WASHINGTON DC POLICE FOUNDATION 1156 15TH ST. NW #600 WASHINGTON, DC 20005	41-2250114	501(C)(3)	20,000.	0.			VARIOUS PROGRAMS
WASTE NOT, INC. 1700 N. GRANITE REEF ROAD SCOTTSDALE, AZ 85257	86-0650514	501(C)(3)	21,500.	0.			VARIOUS PROGRAMS
WEST VALLEY ARTS COUNCIL 13243 N. FOUNDERS PARK BLVD. SURPRISE, AZ 85379	94-2769484	501(C)(3)	11,826.	0.			2011 SUMMER ARTS CAMPS

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WEST VALLEY CHILD CRISIS CENTER, INC. - 8631 W. UNION HILLS DR. #201 - PEORIA, AZ 85382	86-0589516	501(C)(3)	8,896.	0.			PROGRAM SUPPORT
WESTSIDE FOOD BANK 13050 W. ELM STREET SURPRISE, AZ 85374	86-0282884	501(C)(3)	5,000.	0.			OPERATING SUPPORT
WHEELS FOR HUMANITY 12750 RAYMER ST. #4 NORTH HOLLYWOOD, CA 91605	95-4581144	501(C)(3)	5,461.	0.			PROGRAM SUPPORT
WHISPERING HOPE RANCH 9045 E. PIMA CENTER PKWY. SCOTTSDALE, AZ 85258	86-0887696	501(C)(3)	97,651.	0.			GENERAL SUPPORT
WICKENBURG COMMUNITY SERVICES CORPORATION - P.O. BOX 782 - WICKENBURG, AZ 85358	86-0310614	501(C)(3)	44,500.	0.			PROGRAM SUPPORT
WICKENBURG UNIFIED SCHOOL DISTRICT 40 W. YAVAPAI ST. WICKENBURG, AZ 85390	86-0212990	501(C)(3)	7,500.	0.			SUMMER FOOD & STUFF THE BACKPACK PROGRAMS
WILD AT HEART, INC. 31840 NORTH 45TH STREET CAVE CREEK, AZ 85331	86-0770883	501(C)(3)	100,000.	0.			PROGRAM SUPPORT
WILLIAM JESSUP UNIVERSITY 333 SUNSET BLVD. ROCKLIN, CA 95765	94-1279803	501(C)(3)	50,000.	0.			PROGRAM SUPPORT
WINSLOW GUIDANCE ASSOCIATES 1301 WEST SECOND STREET WINSLOW, AZ 86047	86-0811061	501(C)(3)	77,000.	0.			OPERATING EXPENSES

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WORLD ORT 274 MADISON AVE. #1106 NEW YORK, NY 10016	06-1669917	501(C)(3)	36,000.	0.			SCHOLARSHIPS TO EMPOWER JEWISH YOUTH
WOUNDED WARRIOR PROJECT 7020 A.C. SKINNER PARKWAY-100 JACKSONVILLE, FL 32256	20-2370934	501(C)(3)	10,000.	0.			HUMANITARIAN SUPPORT
YAVAPAI BIG BROTHERS BIG SISTERS 3208 LAKESIDE VILLAGE DR. PRESCOTT, AZ 86301	86-0278776	501(C)(3)	10,997.	0.			VARIOUS PROGRAMS
YAVAPAI COMMUNITY COLLEGE FOUNDATION - 1100 E. SHELDON STREET - PRESCOTT, AZ 86301	23-7232985	501(C)(3)	11,444.	0.			VARIOUS PROGRAMS
YAVAPAI COUNTY EDUCATION FOUNDATION - 1015 FAIR STREET - PRESCOTT, AZ 86305	33-1101967	501(C)(3)	8,469.	0.			TEACHER OF THE YEAR AND THE MINI GRANTS PROGRAM
YAVAPAI COUNTY SHERIFF'S OFFICE 255 E. GURLEY STREET PRESCOTT, AZ 86301	86-6000561	GOVERNMENT	9,000.	0.			2011 K9 PROGRAM
YAVAPAI HELPLINE, INC. P.O. BOX 387 PRESCOTT, AZ 86302	27-3443476	501(C)(3)	10,000.	0.			INFORMATION AND REFERRAL HELPLINE FOR YAVAPAI COUNTY
YAVAPAI HUMANE SOCIETY P.O. BOX 12 PRESCOTT, AZ 86302	86-0327745	501(C)(3)	47,120.	0.			PROGRAM SUPPORT
YAVAPAI REGIONAL MEDICAL CENTER 1003 WILLOW CREEK RD. PRESCOTT, AZ 86301	86-1038463	501(C)(3)	37,981.	0.			VARIOUS PROGRAMS

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YMCA OF GREATER DES MOINES 1192 166TH DRV. BOONE, IA 50036	42-0680438	501(C)(3)	10,000.	0.			SCHOLARSHIPS
YMCA OF SAN DIEGO COUNTY 3708 RUFFIN RD. SAN DIEGO, CA 92123	95-2039198	501(C)(3)	21,892.	0.			WVC PROPERTIES DISTRIBUTION
YOUNG LIFE 127 W. JUANITA AVE. #216 MESA, AZ 85210	84-0385934	501(C)(3)	18,000.	0.			VARIOUS PROGRAMS
YOUTH ON THEIR OWN 1443 W. PRINCE RD. TUCSON, AZ 85705	86-0644388	501(C)(3)	5,000.	0.			DORRANCE SCHOLARS SENIOR GRANT PROJECT
YUMA CATHOLIC HIGH SCHOOL 2100 W. 28TH ST. YUMA, AZ 85364	86-0886437	501(C)(3)	14,890.	0.			FIVE PERCENT SPENDING POLICY FOR FY 2012
YUMA COUNTY LIBRARY DISTRICT 350 S. 3RD AVE. YUMA, AZ 85364	86-6000567	501(C)(3)	26,064.	0.			VARIOUS PROGRAMS
YUMA LIBRARY FOUNDATION P.O. BOX 4505 YUMA, AZ 85366	86-0899337	501(C)(3)	7,544.	0.			ANNUAL GRANT MAKING TARGET
YUMA ORCHESTRA ASSOCIATION P.O. BOX 6266 YUMA, AZ 85366	95-3231719	501(C)(3)	6,841.	0.			PROGRAM SUPPORT
YWCA OF MARICOPA COUNTY 755 E. WILLETTA ST. PHOENIX, AZ 85006	86-0098936	501(C)(3)	34,000.	0.			VARIOUS PROGRAMS

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ZOOLOGICAL SOCIETY OF SAN DIEGO P.O. BOX 120551 SAN DIEGO, CA 92101	95-1648219	501(C)(3)	20,000.	0.			HAWAII BIRD CONSERVATION PROGRAM

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 22
Part III can be duplicated if additional space is needed

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance

Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, and any other additional information

SCHEDULE I, PART I, LINE 2: ORGANIZATIONS RECEIVING GRANT FUNDING FROM THE ARIZONA COMMUNITY FOUNDATION ARE, IN MAJORITY CASES, REQUIRED TO SUBMIT A FINAL REPORT DESCRIBING THE RESULTS OF THEIR FUNDED PROGRAM OR UPDATE ACF ON THEIR PROGRESS TO DATE. THESE FINAL REPORTS OUTLINE THE RETURN ON INVESTMENT FOR THE GRANTEE, THE DONOR, THE FOUNDATION, THE COMMUNITY AND ANY OTHER STAKEHOLDERS INVOLVED.

**SCHEDULE J
(Form 990)**

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 23.

▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2011

Open to Public Inspection

Name of the organization

ARIZONA COMMUNITY FOUNDATION

Employer identification number

86-0348306

Part I Questions Regarding Compensation

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- | | |
|--|--|
| <input type="checkbox"/> First-class or charter travel | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef) |

b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?

3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director. Explain in Part III

- | | |
|---|---|
| <input checked="" type="checkbox"/> Compensation committee | <input type="checkbox"/> Written employment contract |
| <input checked="" type="checkbox"/> Independent compensation consultant | <input type="checkbox"/> Compensation survey or study |
| <input checked="" type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

- a** Receive a severance payment or change-of-control payment?
- b** Participate in, or receive payment from, a supplemental nonqualified retirement plan?
- c** Participate in, or receive payment from, an equity-based compensation arrangement?
- If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III

Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.

5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

- a** The organization?
- b** Any related organization?
- If "Yes" to line 5a or 5b, describe in Part III.

6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

- a** The organization?
- b** Any related organization?
- If "Yes" to line 6a or 6b, describe in Part III.

7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III

8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III

9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

	Yes	No
1b		
2		
4a		X
4b		X
4c		X
5a		X
5b		X
6a		X
6b		X
7	X	
8		X
9		

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2011

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that are not listed on Form 990, Part VII.

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
1 STEVEN G. SELEZNOW	(i)	318,525.	18,000.	6,619.	8,646.	634.	352,424.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
2 PAUL VELASKI	(i)	146,819.	20,000.	0.	14,420.	6,162.	187,401.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
3 JACQUELINE R. ALLING	(i)	149,423.	20,000.	0.	19,590.	6,162.	195,175.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
4 JAMES R. PITOFISKY	(i)	159,988.	10,000.	0.	12,128.	6,162.	188,278.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
5 JAMES HENSLEY	(i)	138,254.	0.	0.	16,800.	6,162.	161,216.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
6	(i)							
	(ii)							
7	(i)							
	(ii)							
8	(i)							
	(ii)							
9	(i)							
	(ii)							
10	(i)							
	(ii)							
11	(i)							
	(ii)							
12	(i)							
	(ii)							
13	(i)							
	(ii)							
14	(i)							
	(ii)							
15	(i)							
	(ii)							
16	(i)							
	(ii)							

Part III Supplemental Information

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

PART I, LINE 7: THE BONUSES FOR THE EXECUTIVE TEAM ARE BASED ON TEAM GOALS (50%) AND INDIVIDUAL GOALS (50%) WHICH ARE DEVELOPED TO ALIGN WITH THE OVERALL ORGANIZATIONAL GOALS. THE MAXIMUM BONUSES ARE DETERMINED DURING THE BUDGET PROCESS AND APPROVED BY THE FINANCE/AUDIT/BUDGET COMMITTEE. BONUSES ARE ONLY PAID ON THE GOALS MET, AND ARE PRO-RATED BASED ON THE GOALS THAT WERE SUCCESSFULLY ACHIEVED.

**SCHEDULE M
(Form 990)**

Noncash Contributions

OMB No 1545-0047

2011

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

▶ Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.
▶ Attach to Form 990.

Name of the organization **ARIZONA COMMUNITY FOUNDATION** Employer identification number **86-0348306**

Part I	Types of Property	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1	Art - Works of art				
2	Art - Historical treasures				
3	Art - Fractional interests				
4	Books and publications				
5	Clothing and household goods				
6	Cars and other vehicles				
7	Boats and planes				
8	Intellectual property				
9	Securities - Publicly traded	X	34	961,270.	MARKET PRICE
10	Securities - Closely held stock				
11	Securities - Partnership, LLC, or trust interests	X	3	136,262.	MARKET PRICE
12	Securities - Miscellaneous				
13	Qualified conservation contribution - Historic structures				
14	Qualified conservation contribution - Other				
15	Real estate - Residential	X	1	2,000.	MARKET PRICE
16	Real estate - Commercial				
17	Real estate - Other				
18	Collectibles				
19	Food inventory				
20	Drugs and medical supplies				
21	Taxidermy				
22	Historical artifacts				
23	Scientific specimens				
24	Archeological artifacts				
25	Other ▶ (<u>BEQUEST RECVB</u>)	X	3	5,237,000.	SECURITIES
26	Other ▶ (<u>PLEDGE RECVBL</u>)	X	14	15,878.	PLEDGE VALUE
27	Other ▶ (<u>LIFE INS POL</u>)	X	1	6,934.	CASH SURRENDER VALUE
28	Other ▶ ()				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement **29** **0**

	Yes	No
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1-28 that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?		X
b If "Yes," describe the arrangement in Part II		
31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?	X	
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?	X	
b If "Yes," describe in Part II.		
33 If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II		

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990. Schedule M (Form 990) (2011)

Part II

Supplemental Information. Complete this part to provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

SCHEDULE M, LINE 32B: THE ORGANIZATION'S CUSTODIAL BANK SELLS ALL MARKETABLE SECURITIES THAT ARE DONATED AFTER RECEIVING SPECIFIC DIRECTIONS. THE ORGANIZATION HAS A NEGOTIATED COMMISSION RATE WHICH APPLIES TO ALL OF THE SALES. FOR ALL OTHER ASSETS THE ORGANIZATION SELLS, THEY RETAIN THE APPROPRIATE SERVICE PROVIDER (REAL ESTATE BROKER, LEGAL COUNSEL, ETC.) AS NEEDED.

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.

OMB No 1545-0047

2011

Open to Public
Inspection

Name of the organization

ARIZONA COMMUNITY FOUNDATION

Employer identification number

86-0348306

FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

ENDURING PHILANTHROPY FOR A BETTER ARIZONA.

990, PART III, LINE 1

ORGANIZATION'S MISSION

VALUES: EXCEPTIONAL SERVICE: WE SERVE AND AMAZE OUR CLIENTS, NURTURING
LIFELONG RELATIONSHIPS THAT SPAN THE GENERATIONS.

STEWARDSHIP: WE SAFEGUARD DONOR INTENT IN PERPETUITY, ENSURING THE
RESOURCES ENTRUSTED TO US ARE PROTECTED AND INVESTED IN POSITIVE,
SUSTAINABLE OUTCOMES FOR OUR COMMUNITIES.

INTEGRITY: WE WORK TO DESERVE THE TRUST OF THOSE WE SERVE BY OPERATING
ETHICALLY AND TRANSPARENTLY, HONORING OUR COMMITMENTS, AND SHOWING
COURTESY AND RESPECT IN ALL ASPECTS OF OUR WORK.

INNOVATION: WE DEMONSTRATE AND WELCOME CREATIVITY, RESOURCEFULNESS AND
INGENUITY. WE INVITE AND ENCOURAGE NEW IDEAS, PIONEERING PRACTICES, AND
INVENTIVE METHODS FOR ACHIEVING COMMUNITY GOOD.

NIMBLENESS: WE ARE FLEXIBLE, RESPONSIVE, OPEN TO CREATIVE STRATEGIES
AND ABLE TO TAKE PROMPT ACTION.

INCLUSION: OUR STRENGTH IS FOUND IN OUR DIFFERENCES. WE BELIEVE DIVERSE
VOICES, ENGAGEMENT AND PARTICIPATION ARE ESSENTIAL TO BUILDING AND
SUSTAINING THRIVING COMMUNITIES.

Name of the organization

ARIZONA COMMUNITY FOUNDATION

Employer identification number

86-0348306

COLLABORATION: WE BELIEVE IN THE TRANSFORMATIVE POWER OF PARTNERSHIPS
AROUND SHARED PASSIONS AND OBJECTIVES. WE ENCOURAGE AND CELEBRATE
TEAMWORK, POOLING OF RESOURCES, OPEN COMMUNICATION AND TRUST.

990, PART III, LINE 4A

PROGRAM SERVICES

DURING THE 2011 FISCAL YEAR, ACF AND ITS AFFILIATES AWARDED MORE THAN
\$35 MILLION IN GRANTS/DISTRIBUTIONS AND SCHOLARSHIPS.

FORM 990, PART VI, SECTION A, LINE 4: CHANGES TO THE ORGANIZATION'S BY
LAWS WERE MADE DURING THE YEAR TO ADD STANDING COMMITTEES AND TO PROVIDE
BETTER DEFINITIONS OF THE VARIOUS CLASSES OF DIRECTORS ON THE BOARD.

FORM 990, PART VI, SECTION A, LINE 6: THE ORGANIZATION HAS NONVOTING
MEMBERS AUTHORIZED BY RESOLUTION OF THE BOARD OF DIRECTORS. MEMBERSHIP IN
THE ORGANIZATION IS HONORARY ONLY AND DOES NOT CARRY WITH IT ANY RIGHTS OR
PRIVILEGES WITH RESPECT TO THE ORGANIZATION, EXCEPT THE RIGHT TO RECEIVE
NOTICE OF AND ATTEND THE ANNUAL MEETING OF THE MEMBERSHIP WHICH IS HELD ON
A DATE SELECTED BY THE BOARD.

FORM 990, PART VI, SECTION B, LINE 11: ONCE THE ORGANIZATION HAS RECEIVED
A DRAFT OF THE FORM 990, THE CHIEF FINANCIAL OFFICER WILL FORWARD THE DRAFT
TO THE FOLLOWING REPRESENTATIVES OF THE ORGANIZATION: 1) EACH MEMBER OF THE
AUDIT COMMITTEE 2) THE CHAIR OF THE AUDIT COMMITTEE 3) EITHER THE CHIEF
EXECUTIVE OFFICER OR THE CHIEF OPERATING OFFICER THESE REPRESENTATIVES WILL

Name of the organization

ARIZONA COMMUNITY FOUNDATION

Employer identification number

86-0348306

REVIEW THE 990 AND NOTIFY THE CFO OF ANY SUGGESTED REVISIONS. THE CFO WILL COMPILE ALL SUGGESTED REVISIONS AND PRESENT THEM TO THE ACCOUNTANT. THE ACCOUNTANT REVISES THE FORM 990, TO THE EXTENT DEEMED APPROPRIATE IN THEIR PROFESSIONAL JUDGMENT, AND SUBMIT IT IN FINAL FORM TO THE CFO, THE CHAIR OF THE AUDIT COMMITTEE, AND EITHER THE CEO OR THE COO FOR APPROVAL AND SIGNATURE BY AN AUTHORIZED REPRESENTATIVE OF THE ORGANIZATION.

FORM 990, PART VI, SECTION B, LINE 12C: THE CONFLICT OF INTEREST POLICY IS REVIEWED AND APPROVED ANNUALLY BY THE BOARD OF DIRECTORS OF THE ARIZONA COMMUNITY FOUNDATION (ACF) AND THE BOARDS OF ALL OF ACF'S SUPPORTING ORGANIZATIONS. IN ADDITION, ALL BOARD MEMBERS AND STAFF OF ACF SIGN AND ACKNOWLEDGE THEY HAVE READ THE CONFLICT OF INTEREST POLICY, AGREE TO ABIDE BY IT AND ARE ASKED TO IDENTIFY ANY POTENTIAL CONFLICTS THEY MAY HAVE. THESE ACKNOWLEDGEMENTS ARE REVIEWED BY THE HUMAN RESOURCES STAFF. SHOULD ANY POTENTIAL CONFLICTS OF INTEREST ARISE, THEY ARE REFERRED TO THE ACF AUDIT AND COMPLIANCE COMMITTEE. THIS COMMITTEE MAY INVESTIGATE THE SITUATION BY GATHERING ALL MATERIAL FACTS AND ASK THE INDIVIDUAL TO MAKE A PRESENTATION TO THE COMMITTEE. SHOULD THE INVESTIGATION FIND THAT A CONFLICT OF INTEREST EXISTS AND THE INDIVIDUAL DID NOT DISCLOSE THE CONFLICT, APPROPRIATE DISCIPLINARY MEASURES ARE IMPLEMENTED. THE COMMITTEE IS TO REPORT TO THE BOARD THE RESULTS OF THEIR INVESTIGATION AND ANY ACTIONS TAKEN.

FORM 990, PART VI, SECTION B, LINE 15: THE OBJECTIVE OF THE FOUNDATION'S EXECUTIVE COMPENSATION POLICY IS TO ATTRACT, RETAIN, MOTIVATE AND REWARD EXECUTIVE OFFICERS WHO CONTRIBUTE TO THE FOUNDATION'S SUCCESS IN FULFILLING ITS MISSION. ACCORDINGLY, THE FOUNDATION CONSIDERS THE FOLLOWING IN SETTING EXECUTIVE COMPENSATION:

Name of the organization

ARIZONA COMMUNITY FOUNDATION

Employer identification number

86-0348306

- 1) THE FOUNDATION COMPENSATES EXECUTIVES AND STAFF FOR PERFORMANCE, SKILLS AND COMPETENCIES, DEVELOPMENT AND GROWTH, AND EFFECTIVE VISIBLE COMMITMENT TO THE FOUNDATION.
- 2) THE FOUNDATION'S COMPENSATION SYSTEM MAY INCLUDE A MIXTURE OF BASE SALARY AND RETIREMENT BENEFITS AS WELL AS MEDICAL, DENTAL AND OTHER INSURANCE BENEFITS.
- 3) THE FOUNDATION'S COMPENSATION SYSTEM INCLUDES PERFORMANCE REVIEWS AND ADJUSTMENTS TO BASE SALARY AND BENEFITS BASED ON CHANGES IN THE MARKETPLACE (SUBJECT TO THE FOUNDATION'S FINANCIAL CONSTRAINTS). ADJUSTMENTS TO INDIVIDUAL BASE PAY WILL BE BASED ON JOB PERFORMANCE INCLUDING GROWTH IN MASTERING JOB COMPETENCIES. ALL ADJUSTMENTS TO PAY WILL BE CONSISTENT WITH PRACTICE IN A COMPARABLE MARKETPLACE.
- 4) THE FOUNDATION'S COMPENSATION SYSTEM IS LINKED TO A STRUCTURED PERFORMANCE MANAGEMENT SYSTEM, WITH IDENTIFIABLE GROWTH AND DEVELOPMENT AS WELL AS PROFESSIONAL ACHIEVEMENT GOALS. THE GOALS WILL BE ACCOMPANIED BY IDENTIFICATION OF EFFECTIVE BENCHMARKS FOR MEASURING SUCCESS.
- 5) THE FOUNDATION'S COMPENSATION SYSTEM SHOULD BE MARKET COMPETITIVE. GENERALLY, THE FOUNDATION BASES COMPENSATION AS CLOSE AS POSSIBLE TO THE APPROPRIATE EXTERNAL MARKETPLACE.
- 6) IN SETTING COMPENSATION, THE FOUNDATION MAY PERIODICALLY RETAIN THE SERVICES OF A PROFESSIONAL COMPENSATION CONSULTANT TO ASSESS THE REASONABLENESS OF THE COMPENSATION THAT WILL BE PAID TO THE FOUNDATION'S EXECUTIVES IN LIGHT OF THEIR DUTIES, QUALIFICATIONS, PERFORMANCE AND TIME COMMITMENT AND THE REASONABLENESS OF THE RANGES OF COMPENSATION THAT WILL BE PAID TO ALL EMPLOYEES.

IN SETTING DIRECTOR AND EXECUTIVE COMPENSATION, THE FOUNDATION FOLLOWS THE FOLLOWING PROCEDURES:

Name of the organization

ARIZONA COMMUNITY FOUNDATION

Employer identification number

86-0348306

1) OBTAIN ADVANCE APPROVAL - THE BOARD OF DIRECTORS, THE HUMAN RESOURCES COMMITTEE, OR A SIMILAR COMMITTEE COMPRISED OF MEMBERS OF THE BOARD OF DIRECTORS (EACH, AN "AUTHORIZED BODY") WILL REVIEW AND APPROVE IN ADVANCE THE COMPENSATION ARRANGEMENTS OF ANY DIRECTOR OR EXECUTIVE OF THE FOUNDATION. NO MEMBER OF THE AUTHORIZED BODY MAY PARTICIPATE IN APPROVING THE COMPENSATION ARRANGEMENT IF SUCH PERSON HAS A CONFLICT OF INTEREST, AS DETERMINED IN ACCORDANCE WITH THE FOUNDATION'S CONFLICT OF INTEREST POLICY.

2) USE APPROPRIATE COMPARABILITY DATA - THE AUTHORIZED BODY WILL RELY UPON APPROPRIATE DATA AS TO COMPARABILITY PRIOR TO MAKING ITS DETERMINATION. RELEVANT COMPARABILITY DATA INCLUDES, BUT IS NOT LIMITED TO, COMPENSATION LEVELS PAID BY SIMILARLY SITUATED ORGANIZATIONS, BOTH TAXABLE AND TAX-EXEMPT, FOR FUNCTIONALLY COMPARABLE POSITIONS; THE AVAILABILITY OF SIMILAR SERVICES IN THE GEOGRAPHIC AREA OF THE FOUNDATION; CURRENT COMPENSATION SURVEYS COMPILED BY INDEPENDENT FIRMS; AND ACTUAL WRITTEN OFFERS FROM SIMILAR INSTITUTIONS COMPETING FOR THE SERVICES OF THE DIRECTOR OR EXECUTIVE WHOSE COMPENSATION THE AUTHORIZED BODY IS DISCUSSING.

3) DOCUMENT THE DECISION - THE AUTHORIZED BODY WILL DOCUMENT THE BASIS FOR ITS DETERMINATION CONCURRENTLY WITH MAKING THE DETERMINATION. AT A MINIMUM, THE RECORD OF THE COMPENSATION DECISION WILL INCLUDE: A) THE TERMS OF THE COMPENSATION ARRANGEMENT; B) THE DATE THE COMPENSATION ARRANGEMENT WAS APPROVED; C) THE MEMBERS OF THE AUTHORIZED BODY WHO PARTICIPATED IN DISCUSSING THE COMPENSATION ARRANGEMENT AND THE MEMBERS WHO ULTIMATELY VOTED ON THE ARRANGEMENT; D) THE COMPARABILITY DATA RELIED UPON BY THE AUTHORIZED BODY AND HOW SUCH DATA WAS OBTAINED; AND E) ANY ACTIONS TAKEN WITH RESPECT TO DETERMINATION OF THE COMPENSATION ARRANGEMENT BY ANY MEMBER OF THE AUTHORIZED BODY WHO HAD A CONFLICT OF INTEREST WITH RESPECT TO THE DECISION. IF THE AUTHORIZED BODY DETERMINES THAT REASONABLE COMPENSATION

Name of the organization

ARIZONA COMMUNITY FOUNDATION

Employer identification number

86-0348306

FOR A DIRECTOR OR EXECUTIVE IS HIGHER OR LOWER THAN THE RANGE OF COMPARABILITY DATA REVIEWED, THE AUTHORIZED BODY WILL DOCUMENT THE BASIS FOR ITS DECISION. THE AUTHORIZED BODY WILL DOCUMENT ITS DECISION BY THE LATER OF ITS NEXT MEETING OR 60 DAYS AFTER THE FINAL ACTION BY THE AUTHORIZED BODY ON THE MATTER. WITHIN A REASONABLE TIME THEREAFTER, THE AUTHORIZED BODY WILL REVIEW AND APPROVE THE RECORD AS REASONABLE, ACCURATE AND COMPLETE. THE LAST COMPENSATION REVIEW WAS PERFORMED IN JULY OF 2011 FOR ALL OTHER EMPLOYEES AND MARCH OF 2012 FOR THE CEO.

FORM 990, PART VI, SECTION C, LINE 19: THE ARIZONA COMMUNITY FOUNDATION POSTS ITS QUARTERLY (UNAUDITED) AND ANNUAL (AUDITED) FINANCIAL STATEMENTS ON THEIR WEBSITE. IN ADDITION, THE ORGANIZATION PROVIDES A PAPER COPY OF THE FINANCIAL STATEMENTS UPON REQUEST. THE ORGANIZATION DOES NOT PROACTIVELY PROVIDE COPIES OF ITS GOVERNING DOCUMENTS OR CONFLICT OF INTEREST POLICY TO THE PUBLIC. HOWEVER, IF THE ORGANIZATION RECEIVES A REQUEST FROM A DONOR OR POTENTIAL DONOR, THE ORGANIZATION WILL CONSIDER THE REQUEST AND THE CIRCUMSTANCES SURROUNDING THE REQUEST IN DETERMINING WHETHER TO PROVIDE THE DOCUMENTS.

FORM 990, PART XI, LINE 5, CHANGES IN NET ASSETS:

NET UNREALIZED LOSSES ON INVESTMENTS:	-5,374,085.
NET CHANGE IN ENDOWMENT LIABILITY	-740,229.
NET CHANGE IN SPLIT INTEREST TRUSTS	1,174,470.
TOTAL TO FORM 990, PART XI, LINE 5	-4,939,844.

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 33, 34, 35, 36, or 37.
▶ Attach to Form 990. ▶ See separate instructions.

Name of the organization **ARIZONA COMMUNITY FOUNDATION** Employer identification number **86-0348306**

Part I Identification of Disregarded Entities (Complete if the organization answered "Yes" to Form 990, Part IV, line 33.)

(a) Name, address, and EIN of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity
ACF REAL ESTATE HOLDINGS, LLC - 86-0348306 2201 E CAMELBACK ROAD, SUITE 405B PHOENIX, AZ 85016	R/E HOLDING	ARIZONA	0.	0.	N/A
DORRANCE SCHOLARSHIP PROGRAM, LLC - 86-0348306, 2201 E CAMELBACK ROAD, SUITE 405B, PHOENIX, AZ 85016	SCHOLARSHIP	ARIZONA	2,315,016.	37,167.	N/A
DORRANCE STUDY ABROAD PROGRAM, LLC - 86-0348306, 2201 E CAMELBACK ROAD, SUITE 405B, PHOENIX, AZ 85016	SCHOLARSHIP	ARIZONA	315,016.	19,830.	N/A
EXPECTMORE ARIZONA-VOTE4EDUCATION 2201 E CAMELBACK ROAD, SUITE 405B PHOENIX, AZ 85016	REFERENDUM	ARIZONA	0.	0.	N/A

Part II Identification of Related Tax-Exempt Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No
AFC PUBLIC FOUNDATION - 86-0900277 2201 EAST CAMELBACK ROAD PHOENIX, AZ 85016	COM. SUPPORT	ARIZONA	501(C)(3)	11A	AZ COMM FDN		X
THE ARMSTRONG FAMILY FOUNDATION - 86-0846677 2201 EAST CAMELBACK ROAD PHOENIX, AZ 85016	COM. SUPPORT	ARIZONA	501(C)(3)	11A	AZ COMM FDN		X
B AND L CHARITABLE FOUNDATION - 86-0950135 2201 EAST CAMELBACK ROAD PHOENIX, AZ 85016	COM. SUPPORT	ARIZONA	501(C)(3)	11A	AZ COMM FDN		X
ELLIS CENTER FOR EDUCATIONAL EXCELLENCE - 20-2822602, 2201 EAST CAMELBACK ROAD, PHOENIX, AZ 85016	COM. SUPPORT	ARIZONA	501(C)(3)	11A	AZ COMM FDN		X

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Part II Continuation of Identification of Related Tax-Exempt Organizations

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled organization?	
						Yes	No
THE EVANS CHARITABLE FOUNDATION - 86-0914248 2201 EAST CAMELBACK ROAD PHOENIX, AZ 85016	COM, SUPPORT	ARIZONA	501(C)(3)	11A	AZ COMM FDN		X
SAM & PEGGY GROSSMAN FAMILY FOUNDATION - 86-0939696, 2201 EAST CAMELBACK ROAD, PHOENIX, AZ 85016	COM, SUPPORT	ARIZONA	501(C)(3)	11A	AZ COMM FDN		X
R.S. HOYT JR, FAMILY FOUNDATION - 86-0958722 2201 EAST CAMELBACK ROAD PHOENIX, AZ 85016	COM, SUPPORT	ARIZONA	501(C)(3)	11A	AZ COMM FDN		X
THE INGBRITSON FAMILY FOUNDATION - 86-0800012, 2201 EAST CAMELBACK ROAD, PHOENIX, AZ 85016	COM, SUPPORT	ARIZONA	501(C)(3)	11A	AZ COMM FDN		X
THE MOLLY LAWSON FOUNDATION, INC. - 20-0236832, 2201 EAST CAMELBACK ROAD, PHOENIX, AZ 85016	COM, SUPPORT	ARIZONA	501(C)(3)	11A	AZ COMM FDN		X
LIPPINCOTT FAMILY FOUNDATION, INC. - 20-0967548, 2201 EAST CAMELBACK ROAD, PHOENIX, AZ 85016	COM, SUPPORT	ARIZONA	501(C)(3)	11A	AZ COMM FDN		X
LODESTAR CHARITABLE FOUNDATION - 86-0965287 2201 EAST CAMELBACK ROAD PHOENIX, AZ 85016	COM, SUPPORT	ARIZONA	501(C)(3)	11A	AZ COMM FDN		X
S.E.M. FAMILY FOUNDATION - 86-0898996 2201 EAST CAMELBACK ROAD PHOENIX, AZ 85016	COM, SUPPORT	ARIZONA	501(C)(3)	11A	AZ COMM FDN		X
THE ODOM FAMILY FOUNDATION - 86-0790314 2201 EAST CAMELBACK ROAD PHOENIX, AZ 85016	COM, SUPPORT	ARIZONA	501(C)(3)	11A	AZ COMM FDN		X
THE PAKIS FAMILY FOUNDATION - 86-0846617 2201 EAST CAMELBACK ROAD PHOENIX, AZ 85016	COM, SUPPORT	ARIZONA	501(C)(3)	11A	AZ COMM FDN		X
EDWARD J. ROBSON FAMILY FOUNDATION - 86-1012657, 2201 EAST CAMELBACK ROAD, PHOENIX, AZ 85016	COM, SUPPORT	ARIZONA	501(C)(3)	11A	AZ COMM FDN		X
RODEL CHARITABLE FOUNDATION - AZ - 86-0941890, 2201 EAST CAMELBACK ROAD, PHOENIX, AZ 85016	COM, SUPPORT	ARIZONA	501(C)(3)	11A	AZ COMM FDN		X

Part II Continuation of Identification of Related Tax-Exempt Organizations

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled organization?	
						Yes	No
THE SILVERMAN FAMILY FOUNDATION - 86-0704259 2201 EAST CAMELBACK ROAD PHOENIX, AZ 85016	COM, SUPPORT	ARIZONA	501(C)(3)	11A	AZ COMM FDN		X
JAMES A. UNRUH FAMILY FOUNDATION - 86-0955776, 2201 EAST CAMELBACK ROAD, PHOENIX, AZ 85016	COM, SUPPORT	ARIZONA	501(C)(3)	11A	AZ COMM FDN		X
WAZE FOUNDATION - 20-1234655 2201 EAST CAMELBACK ROAD PHOENIX, AZ 85016	COM, SUPPORT	ARIZONA	501(C)(3)	11A	AZ COMM FDN		X
THE WELLIK FOUNDATION - 86-0938555 2201 EAST CAMELBACK ROAD PHOENIX, AZ 85016	COM, SUPPORT	ARIZONA	501(C)(3)	11A	AZ COMM FDN		X
THE ROBERT J. WICK FAMILY FOUNDATION - 86-0782796, 2201 EAST CAMELBACK ROAD, PHOENIX, AZ 85016	COM, SUPPORT	ARIZONA	501(C)(3)	11A	AZ COMM FDN		X
THE WALTER M. WICK FAMILY FOUNDATION - 86-0782797, 2201 EAST CAMELBACK ROAD, PHOENIX, AZ 85016	COM, SUPPORT	ARIZONA	501(C)(3)	11A	AZ COMM FDN		X
YOUTH PARTNERS FOUNDATION - 68-0544541 2201 EAST CAMELBACK ROAD PHOENIX, AZ 85016	COM, SUPPORT	ARIZONA	501(C)(3)	11A	AZ COMM FDN		X
ALL SAINTS EPISCOPAL CHURCH ENDOWMENT FD - 86-6131579, 2201 EAST CAMELBACK ROAD, PHOENIX, AZ 85016	COM, SUPPORT	ARIZONA	501(C)(3)	PF	AZ COMM FDN		X
JIM TROXELL FOUNDATION - 45-2968884 2201 EAST CAMELBACK ROAD PHOENIX, AZ 85016	COM, SUPPORT	ARIZONA	501(C)(3)	11A	AZ COMM FDN		X

Part III Identification of Related Organizations Taxable as a Partnership (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportion- ate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	
CASSIDY CHARITABLE, LP - 86-0899100, 6390 NORTH CATTLE TRACK ROAD, SCOTTSDALE, AZ 85250	INVESTMENT	AZ	N/A	EXCLUDED				X		N/A	X	99.00%
LIBERTY INV., LLLP - 86-1001790, 20660 N. 40TH STREET, UNIT 2147, PHOENIX, AZ 85050	INVESTMENT	AZ	N/A	EXCLUDED	8,005.	451,963.		X		N/A	X	97.00%
FTP HOLDINGS, LLC - 86-0950521, P.O. BOX 50342, MESA, AZ 85028	INVESTMENT	AZ	N/A	EXCLUDED	<9,597.>			X		N/A	X	95.00%
L.T.I.B., LP - 86-0989776 8402 JUAN TABO SCOTTSDALE, AZ 85255	INVESTMENT		N/A	EXCLUDED				X		N/A	X	99.00%

Part IV Identification of Related Organizations Taxable as a Corporation or Trust (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entry (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership
ANN LIPPINCOTT CRT - 20-6172433 2201 E CAMELBACK ROAD, SUITE 405B PHOENIX, AZ 85016	INVESTMENT	AZ	N/A	TRUST	0.	175,838.	50.00%
AUSMAN UNITRUST - 86-6224420 2201 E CAMELBACK ROAD, SUITE 405B PHOENIX, AZ 85016	INVESTMENT	AZ	N/A	TRUST	0.	170,858.	100.00%
BOYCE UNITRUST - 86-0945292 2201 E CAMELBACK ROAD, SUITE 405B PHOENIX, AZ 85016	INVESTMENT	AZ	N/A	TRUST	0.	440,813.	100.00%
BRAUN UNITRUST - 35-1950543 2201 E CAMELBACK ROAD, SUITE 405B PHOENIX, AZ 85016	INVESTMENT	AZ	N/A	TRUST	0.	110,338.	100.00%
DOUDS UNITRUST - 86-0965286 2201 E CAMELBACK ROAD, SUITE 405B PHOENIX, AZ 85016	INVESTMENT	AZ	N/A	TRUST	0.	66,825.	100.00%

Part III Continuation of Identification of Related Organizations Taxable as a Partnership

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportion- ate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	
A&C LAKESIDE INV. - 86-1048713, 8433 N. BLACK CANYON HWY, PHOENIX, AZ 85021	INVESTMENT	AZ	N/A	EXCLUDED				X		N/A	X	97.00%
SHARING EXP, OPT, - 33-0830584, 3018 E. SIERRA VISTA DRIVE, PHOENIX, AZ 85016	INVESTMENT	AZ	N/A	EXCLUDED	101,361.	2,804,188.		X		N/A	X	97.00%
K & J WILTON LTD UNKNOWN	INVESTMENT		N/A	EXCLUDED				X		N/A	X	99.00%
WWC PROPERTIES, LLC - 27-0507369, 2201 E. CAMELBACK ROAD, SUITE 202, PHOENIX, AZ 85016	INVESTMENT	AZ	N/A	EXCLUDED	192,968.	705,533.		X		N/A	X	80.00%
B&B INVESTMENTS PROJECTS GROUP TWO, LLC, UNKNOWN	INVESTMENT		N/A	EXCLUDED				X		N/A	X	90.00%

Part IV Continuation of Identification of Related Organizations Taxable as a Corporation or Trust

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership
HARRIS UNITRUST - 86-6224762 2201 E CAMELBACK ROAD, SUITE 405B PHOENIX, AZ 85016	INVESTMENT	AZ	N/A	TRUST	0.	30,757.	97.00%
HOLLOWAY UNITRUST - 86-0970213 2201 E CAMELBACK ROAD, SUITE 405B PHOENIX, AZ 85016	INVESTMENT	AZ	N/A	TRUST	0.	148,673.	90.00%
JOHNSON UNITRUST - 91-1910973 2201 E CAMELBACK ROAD, SUITE 405B PHOENIX, AZ 85016	INVESTMENT	AZ	N/A	TRUST	0.	359,185.	100.00%
DARYL & B.J. LIPPINCOTT CRT - 77-6216346 2201 E CAMELBACK ROAD, SUITE 405B PHOENIX, AZ 85016	INVESTMENT	AZ	N/A	TRUST	0.	786,227.	100.00%
MERKEL CRT - 20-1579269 2201 E CAMELBACK ROAD, SUITE 405B PHOENIX, AZ 85016	INVESTMENT	AZ	N/A	TRUST	0.	277,653.	100.00%
REISS UNITRUST - 42-6626711 2201 E CAMELBACK ROAD, SUITE 405B PHOENIX, AZ 85016	INVESTMENT	AZ	N/A	TRUST	0.	227,265.	78.00%
SHAMBERG UNITRUST - 86-1013999 2201 E CAMELBACK ROAD, SUITE 405B PHOENIX, AZ 85016	INVESTMENT	AZ	N/A	TRUST	0.	468,068.	75.00%
STRINGER FAMILY UNITRUST - 33-6095033 2201 E CAMELBACK ROAD, SUITE 405B PHOENIX, AZ 85016	INVESTMENT	AZ	N/A	TRUST	0.	40,104.	96.00%
MARY ANN STRINGER CRT - 26-6161263 2201 E CAMELBACK ROAD, SUITE 405B PHOENIX, AZ 85016	INVESTMENT	AZ	N/A	TRUST	0.	166,779.	61.00%
WEINBERG UNITRUST - 86-6216400 2201 E CAMELBACK ROAD, SUITE 405B PHOENIX, AZ 85016	INVESTMENT	AZ	N/A	TRUST	0.	250,559.	66.00%
ANDERSON UNITRUST - 86-0927449 2211 W. NORTHERN AVE. PHOENIX, AZ 85021	INVESTMENT	AZ	N/A	TRUST	0.	118,036.	59.00%
CROSSON UNITRUST CRT - 04-6992818 222 DELAWARE AVE, 14TH FLOOR WILLINGTON, DE 19801	INVESTMENT	AZ	N/A	TRUST	0.	326,203.	78.00%

Part IV Continuation of Identification of Related Organizations Taxable as a Corporation or Trust

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership
BELLEMARE DONOR ADVISED FUND - 20-6348909 5255 E. WILLIAMS CIRCLE STE 5000 TUCSON, AZ 85711	INVESTMENT	AZ	N/A	TRUST	8,751.	0.	85.10%
ELEANOR ROSSER #3A - 20-6471050 222 DELAWARE AVE, 14TH FLOOR WILLINGTON, DE 19801	INVESTMENT	AZ	N/A	TRUST	71,086.	0.	74.80%

Part V Transactions With Related Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34, 35, 35a, or 36.)

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

- a Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity
- b Gift, grant, or capital contribution to related organization(s)
- c Gift, grant, or capital contribution from related organization(s)
- d Loans or loan guarantees to or for related organization(s)
- e Loans or loan guarantees by related organization(s)

- f Sale of assets to related organization(s)
- g Purchase of assets from related organization(s)
- h Exchange of assets with related organization(s)
- i Lease of facilities, equipment, or other assets to related organization(s)
- j Lease of facilities, equipment, or other assets from related organization(s)
- k Performance of services or membership or fundraising solicitations for related organization(s)
- l Performance of services or membership or fundraising solicitations by related organization(s)
- m Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)
- n Sharing of paid employees with related organization(s)

- o Reimbursement paid to related organization(s) for expenses
- p Reimbursement paid by related organization(s) for expenses

- q Other transfer of cash or property to related organization(s)
- r Other transfer of cash or property from related organization(s)

	Yes	No
1a		X
1b	X	
1c	X	
1d		X
1e		X
1f		X
1g		X
1h		X
1i		X
1j		X
1k	X	
1l		X
1m	X	
1n		X
1o		X
1p	X	
1q		X
1r	X	

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds

(a) Name of other organization	(b) Transaction type (a-r)	(c) Amount involved	(d) Method of determining amount involved
(1) SHARING EXPRESS OPTIONS, LP	R	19,750.	CASH DISTRIBUTION
(2) WWC PROPERTIES, LLC	R	222,622.	CASH DISTRIBUTION
(3)			
(4)			
(5)			
(6)			

Part VI Unrelated Organizations Taxable as a Partnership (Complete if the organization answered "Yes" to Form 990, Part IV, line 37.)

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under section 512-514)	(e) Are all partners sec 501(c)(3) orgs ?		(f) Share of total income	(g) Share of end-of-year assets	(h) Dispropor- tionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
				Yes	No			Yes	No		Yes	No	

Part VII Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule R (see instructions)

SCHEDULE R, PART III

RELATED PARTNERSHIPS

THE ARIZONA COMMUNITY FOUNDATION (FOUNDATION) HAS A GREATER-THAN-50% INTEREST IN A NUMBER OF LIMITED PARTNERSHIPS (LP) AND LIMITED LIABILITY COMPANIES (LLC). AS A LIMITED PARTNER OR NON-MANAGER LLC MEMBER, INFORMATION REGARDING TOTAL INCOME AND ENDING ASSETS IS NOT READILY AVAILABLE TO THE FOUNDATION. IN AN ATTEMPT TO RESPOND TO THE SPIRIT OF THE IRS'S REQUEST FOR INFORMATION REGARDING TAXABLE SUBSIDIARIES THE LP'S AND LLC'S ARE LISTED WITH THE LATEST AVAILABLE INFORMATION. WHEN NO K-1 HAS BEEN RECEIVED IN TIME TO BE REPORTED IN THIS RETURN, TOTAL INCOME AND ENDING ASSETS HAVE BEEN LEFT BLANK.

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization or other filer, see instructions. ARIZONA COMMUNITY FOUNDATION	Employer identification number (EIN) or <input checked="" type="checkbox"/> 86-0348306
File by the due date for filing your return See Instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 2201 E. CAMELBACK ROAD, SUITE 202	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PHOENIX, AZ 85016	

Enter the Return code for the return that this application is for (file a separate application for each return) 01

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

PAUL VELASKI

• The books are in the care of ▶ **2201 E CAMELBACK, SUITE 202, PHX, AZ - 85016**
Telephone No. ▶ **602-381-1400** FAX No. ▶ _____

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **NOVEMBER 15, 2012**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
 ▶ calendar year _____ or
 ▶ tax year beginning **APR 1, 2011**, and ending **MAR 31, 2012**.

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.
 LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions. Form **8868** (Rev. 1-2012)