

Exempt Organization Declaration and Signature for Electronic Filing

For calendar year 2013, or tax year beginning 04/01, 2013, and ending 03/31, 2014

2013

Department of the Treasury Internal Revenue Service

For use with Forms 990, 990-EZ, 990-PF, 1120-POL, and 8868

Name of exempt organization

Employer identification number

VALLEY OF THE SUN BOWL FOUNDATION

86-0902767

Part I Type of Return and Return Information (Whole Dollars Only)

Check the box for the type of return being filed with Form 8453-EO and enter the applicable amount, if any, from the return. If you check the box on line 1a, 2a, 3a, 4a, or 5a below and the amount on that line of the return being filed with this form was blank, then leave line 1b, 2b, 3b, 4b, or 5b, whichever is applicable, blank (do not enter -0-). If you entered -0- on the return, then enter -0- on the applicable line below. Do not complete more than one line in Part I.

1a Form 990 check here [X] b Total revenue, if any (Form 990, Part VIII, column (A), line 12) . . . 1b 7,023,219.
2a Form 990-EZ check here [] b Total revenue, if any (Form 990-EZ, line 9) 2b
3a Form 1120-POL check here [] b Total tax (Form 1120-POL, line 22) 3b
4a Form 990-PF check here [] b Tax based on investment income (Form 990-PF, Part VI, line 5) 4b
5a Form 8868 check here [] b Balance due (Form 8868, Part I, line 3c or Part II, line 8c) 5b

Part II Declaration of Officer

6 [] I authorize the U.S. Treasury and its designated Financial Agent to initiate an Automated Clearing House (ACH) electronic funds withdrawal (direct debit) entry to the financial institution indicated in the tax preparation software for payment of the organization's federal taxes owed on this return, and the financial institution to debit the entry to this account. To revoke a payment, I must contact the U.S. Treasury Financial Agent at 1-888-353-4537 no later than 2 business days prior to the payment (settlement) date. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment.
[] If a copy of this return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I certify that I executed the electronic disclosure consent contained within this return allowing disclosure by the IRS of this Form 990/990-EZ/990-PF (as specifically identified in Part I above) to the selected state agency(ies).

Under penalties of perjury, I declare that I am an officer of the above named organization and that I have examined a copy of the organization's 2013 electronic return and accompanying schedules and statements, and to the best of my knowledge and belief, they are true, correct, and complete. I further declare that the amount in Part I above is the amount shown on the copy of the organization's electronic return. I consent to allow my intermediate service provider, transmitter, or electronic return originator (ERO) to send the organization's return to the IRS and to receive from the IRS (a) an acknowledgement of receipt or reason for rejection of the transmission, (b) the reason for any delay in processing the return or refund, and (c) the date of any refund.

Sign Here [Signature] 02/03/15 EXECUTIVE DIRECTOR
Signature of officer Date Title

Part III Declaration of Electronic Return Originator (ERO) and Paid Preparer (see instructions)

I declare that I have reviewed the above organization's return and that the entries on Form 8453-EO are complete and correct to the best of my knowledge. If I am only a collector, I am not responsible for reviewing the return and only declare that this form accurately reflects the data on the return. The organization officer will have signed this form before I submit the return. I will give the officer a copy of all forms and information to be filed with the IRS, and have followed all other requirements in Pub. 4163, Modernized e-File (MeF) Information for Authorized IRS e-file Providers for Business Returns. If I am also the Paid Preparer, under penalties of perjury I declare that I have examined the above organization's return and accompanying schedules and statements, and to the best of my knowledge and belief, they are true, correct, and complete. This Paid Preparer declaration is based on all information of which I have any knowledge.

ERO's signature Brenda Miesner Date 02/03/15 Check if also paid preparer [X] Check if self-employed [] ERO's SSN or PTIN P00264669
Firm's name (or yours if self-employed), address, and ZIP code ERNST & YOUNG U.S. LLP TWO NORTH CENTRAL AVENUE, STE 2300 PHOENIX AZ 85004 EIN 34-6565596 Phone no. 602/322-3000

Under penalties of perjury, I declare that I have examined the above return and accompanying schedules and statements, and to the best of my knowledge and belief, they are true, correct, and complete. Declaration of preparer is based on all information of which the preparer has any knowledge.

Paid Preparer Use Only Print/Type preparer's name Preparer's signature Date Check [] if self-employed PTIN
Firm's name Firm's EIN
Firm's address Phone no.

Return of Organization Exempt From Income Tax

OMB No. 1545-0047
2013
Open to Public Inspection

Form **990**

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990 and its instructions is at www.irs.gov/form990.

Department of the Treasury
Internal Revenue Service

A For the 2013 calendar year, or tax year beginning 04/01, 2013, and ending 03/31, 2014

B Check if applicable: <input 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 VALLEY OF THE SUN BOWL FOUNDATION Doing Business As CACTUS BOWL Number and street (or P.O. box if mail is not delivered to street address) Room/suite 7135 E. CAMELBACK ROAD 190 City or town, state or province, country, and ZIP or foreign postal code SCOTTSDALE, AZ 85251	D Employer identification number 86-0902767
	F Name and address of principal officer: MICHAEL NEALY SAME AS C ABOVE	E Telephone number (480) 350-0900
	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	G Gross receipts \$ 7,023,219. H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions)
	J Website: ▶ HTTPS://WWW.FIESTABOWL.ORG/CACTUS-BOWL.PHP	H(c) Group exemption number ▶
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: 2001 M State of legal domicile: AZ

Part I Summary

Activities & Governance	1	Briefly describe the organization's mission or most significant activities: VALLEY OF THE SUN BOWL FOUNDATION IS COMMITTED TO FOSTERING A CULTURE OF COMMUNITY INVOLVEMENT AND GIVING.		
	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	26.
	4	Number of independent voting members of the governing body (Part VI, line 1b)	4	26.
	5	Total number of individuals employed in calendar year 2013 (Part V, line 2a)	5	0
	6	Total number of volunteers (estimate if necessary)	6	300.
	7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	32,710.
7b	Net unrelated business taxable income from Form 990-T, line 34	7b	870.	
Revenue	8	Contributions and grants (Part VIII, line 1h)	2,000.	0
	9	Program service revenue (Part VIII, line 2g)	6,616,991.	6,957,630.
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	-64,334.	0
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	18,246.	65,589.
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	6,572,903.	7,023,219.
	Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	0
14		Benefits paid to or for members (Part IX, column (A), line 4)	0	0
15		Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	1,222,566.	766,289.
16a		Professional fundraising fees (Part IX, column (A), line 11e)	0	0
16b		Total fundraising expenses (Part IX, column (D), line 25) ▶	0	
17		Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	10,063,646.	9,628,294.
18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	11,286,212.	10,394,583.	
19	Revenue less expenses. Subtract line 18 from line 12	-4,713,309.	-3,371,364.	
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	473,472.	312,920.
	21	Total liabilities (Part X, line 26)	12,161,801.	15,306,025.
	22	Net assets or fund balances. Subtract line 21 from line 20	-11,688,329.	-14,993,105.

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:	Date: 02/03/15			
	Type or print name and title: Mike Nealy, Executive Director				
Paid Preparer Use Only	Print/Type preparer's name: BRENDA D GRIESEMER	Preparer's signature:	Date: 02/03/15	Check <input type="checkbox"/> if self-employed	PTIN: P00264669
	Firm's name ▶ ERNST & YOUNG U.S. LLP		Firm's EIN ▶ 34-6565596		
	Firm's address ▶ TWO NORTH CENTRAL AVENUE, STE 2300 PHOENIX, AZ 85004		Phone no. 602/322-3000		

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

For Paperwork Reduction Act Notice, see the separate instructions. Form **990** (2013)

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III Yes No

1 Briefly describe the organization's mission:

SEE 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 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 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 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 \$ 9,472,826. including grants of \$) (Revenue \$ 7,023,219.)

VSBF ANNUALLY STAGES THE BUFFALO WILD WINGS BOWL, WHICH MATCHES TEAMS FROM THE BIG 12 AND BIG TEN CONFERENCES. THE GAME IS PLAYED IN SUN DEVIL STADIUM ON THE ARIZONA STATE UNIVERSITY CAMPUS IN TEMPE, ARIZONA. THE 25TH ANNUAL BUFFALO WILD WINGS BOWL WAS PLAYED ON DECEMBER 28, 2013, IN FRONT OF A CROWD OF 53,284. THE KANSAS STATE WILDCATS DEFEATED THE MICHIGAN WOLVERINES 31-14. THE GAME WAS TELEVISED BY ESPN.

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 ▶ 9,472,826.

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)? If "Yes," complete Schedule A	X	
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?		X
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part 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? If "Yes," complete Schedule C, Part II	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? If "Yes," complete Schedule C, Part III		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? If "Yes," complete Schedule D, Part 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? If "Yes," complete Schedule D, Part II		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V		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? If "Yes," complete Schedule D, Part VI	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? If "Yes," complete Schedule D, Part VII		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? If "Yes," complete Schedule D, Part VIII		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? If "Yes," complete Schedule D, Part IX		X
e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X	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)? If "Yes," complete Schedule D, Part X	X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI and XII		X
b Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional	X	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E		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? If "Yes," complete Schedule F, Parts I and IV		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? If "Yes," complete Schedule F, Parts II and IV		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? If "Yes," complete Schedule F, Parts III and IV		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? If "Yes," complete Schedule G, Part I (see instructions)		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? If "Yes," complete Schedule G, Part II		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III		X
20a Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H		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 or other assistance to any domestic organization or government 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 or 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	
24 a	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 25a.</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?		
25 a	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	Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payable to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? If so, complete Schedule L, Part II.		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, Part II, III, or IV, and Part V, line 1</i>	X	
35 a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	X	
b	If "Yes" to line 35a, 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 11b and 19? Note. All Form 990 filers are required to complete Schedule O	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V [X]

Table with columns for question numbers (1a-14b), Yes/No checkboxes, and a shaded area. Includes questions about Form 1096, Form W-2G, Form W-3, Form 990-T, Form 8886-T, Form 8282, Form 8899, Form 1098-C, Form 4966, Form 720, and Form 702.

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 or note to any line in this Part VI [X]

Section A. Governing Body and Management

Table with 3 columns: Question, Yes, No. Rows include 1a (26), 1b (26), 2, 3, 4, 5, 6, 7a, 7b, 8a, 8b, 9.

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

Table with 3 columns: Question, Yes, No. Rows include 10a, 10b, 11a, 11b, 12a, 12b, 12c, 13, 14, 15a, 15b, 16a, 16b.

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed ARIZONA
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.
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: CURT KRIZAN 7135 E CAMELBACK RD STE 190 SCOTTSDALE, AZ 85251 480-350-0900

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

Check if Schedule O contains a response or note to any line in this Part VII. X

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 (list any hours for related organizations below dotted line)	(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) ANDY MCCAIN (CH/EL TO 3/27/14) CHAIRMAN (BEG 3/28/14), DIR	1.00 3.00	X		X				0	0	0
(2) BRIAN HALL CHAIRMAN (THRU 3/27/14), DIR	1.00 3.00	X		X				0	2,591.	0
(3) MATTHEW WINTER DIR/CHAIR ELECT (BEG 3/28/14)	1.00 3.00	X		X				0	0	0
(4) MIKE HECOMOVICH DIR/TREASURER (BEG 3/28/14)	1.00 3.00	X		X				0	0	0
(5) JIM BRUNER TREASURER (THRU 3/27/14), DIR	1.00 3.00	X		X				0	800.	0
(6) CHARLES O'CONNOR DIR/SEC (BEG 3/28/14)	1.00 3.00	X		X				0	0	0
(7) ANN DAMIANO SECRETARY (THRU 3/27/14), DIR	1.00 3.00	X		X				0	1,160.	0
(8) RAY ARTIGUE DIRECTOR (BEG 3/28/14)	1.00 3.00	X						0	0	0
(9) RUBEN BALDERAS DIRECTOR (BEG 8/15/13)	1.00 3.00	X						0	0	0
(10) NIKKI BALICH DIRECTOR	1.00 3.00	X						0	0	0
(11) PATRICK BARKLEY DIRECTOR	1.00 3.00	X						0	645.	0
(12) BRETT BENTON DIRECTOR	1.00 3.00	X						0	2,200.	0
(13) JUDY BERNAS DIRECTOR	1.00 3.00	X						0	0	0
(14) JOHN CURRIE DIRECTOR	1.00 3.00	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 (list any hours for related organizations below dotted line)	(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			
15) GONZALO DE LA MELENA DIRECTOR (BEG 3/28/14)	1.00 3.00	X						0	0	0
16) SHERYL DEHNING LONG DIRECTOR (THRU 3/28/14)	1.00 3.00	X						0	0	0
17) JORY HANCOCK DIRECTOR (THRU 3/17/14)	1.00 3.00	X						0	0	0
18) JAMES HATFIELD DIRECTOR (BEG 3/28/14)	1.00 3.00	X						0	0	0
19) RICHARD A HORN DIRECTOR	1.00 3.00	X						0	0	0
20) COLLEEN JENNINGS-ROGGENSACK DIRECTOR	1.00 3.00	X						0	0	0
21) LARRY JOHNSON DIRECTOR	1.00 3.00	X						0	1,060.	0
22) DEREK J. KERR DIRECTOR	1.00 3.00	X						0	0	0
23) STEVEN LEACH DIRECTOR	1.00 3.00	X						0	0	0
24) ROB LONGO DIRECTOR	1.00 3.00	X						0	0	0
25) CLINTON PATTEA DIRECTOR (THRU 7/5/13)	1.00 3.00	X						0	0	0
1b Sub-total								0	7,396.	0
c Total from continuation sheets to Part VII, Section A								0	1,483,898.	145,540.
d Total (add lines 1b and 1c)								0	1,491,294.	145,540.

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 **0**

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>		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? <i>If "Yes," complete Schedule J for such individual</i>	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? <i>If "Yes," complete Schedule J for such person</i>		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
HORIZON MEDIA PO BOX 10409 NEWARK, NJ 07193	SPONSORSHIP SUPPORT	259,238.
PRO EM 1450 E. GRANT STREET PHOENIX, AZ 85034	SECURITY SERVICES	163,360.
TRUCOLORS 2902 E. WASHINGTON STREET PHOENIX, AZ 85034	SIGNAGE & INSTALL	129,138.
BLUE MEDIA 8920 S. MCKEMY STREET TEMPE, AZ 85284	PRINTING & SIGNAGE	125,427.

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization **4**

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(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			
(26) JAY PARRY ----- DIRECTOR	1.00 3.00	X						0	0	0
(27) RAMIRO G. PERU ----- DIRECTOR	1.00 3.00	X						0	0	0
(28) MARCUS SIPOLT ----- DIRECTOR	1.00 3.00	X						0	0	0
(29) ANDREW STEGEN ----- DIRECTOR	1.00 3.00	X						0	0	0
(30) STEVE WHITEMAN ----- DIRECTOR (THRU 3/28/14)	1.00 3.00	X						0	5,250.	0
(31) DUANE WOODS (DIR THRU 1/13/14) ----- EXEC. DIRECTOR (BEG 1/14/14)	1.00 3.00	X		X				0	0	0
(32) CURT KRIZAN ----- CHIEF FINANCIAL OFFICER	6.00 34.00			X				0	225,015.	31,854.
(33) ROBERT N. SHELTON ----- EXEC. DIRECTOR (THRU 1/13/14)	6.00 34.00			X				0	560,966.	28,679.
(34) STEPHANIE JARVIS ----- LEGAL COUNSEL/CHIEF COMP OFF	6.00 34.00			X				0	173,606.	14,772.
(35) ANDREW BAGNATO ----- CHIEF OF COMMUNICATIONS	6.00 34.00					X		0	137,864.	16,950.
(36) TRACY GUERRA ----- SR. DIRECTOR OF GAME & EVENTS	6.00 34.00					X		0	145,354.	22,832.
1b Sub-total										
c Total from continuation sheets to Part VII, Section A										
d Total (add lines 1b and 1c)										

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 **▶** 0

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>		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? <i>If "Yes," complete Schedule J for such individual</i>	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? <i>If "Yes," complete Schedule J for such person</i>		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

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

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(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			
(37) DAVID HERRELL ----- SR. DIRECTOR SALES & MARKETING	6.00 34.00					X		0 122,882.	20,901.	
(38) SARAH ZELHART ----- CONTROLLER (THRU 10/14/13)	6.00 34.00					X		0 111,901.	9,552.	

1b Sub-total										
c Total from continuation sheets to Part VII, Section A										
d Total (add lines 1b and 1c)										

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 **▶** 0

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>		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? <i>If "Yes," complete Schedule J for such individual</i>	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? <i>If "Yes," complete Schedule J for such person</i>		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

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

Part VIII Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514
Contributions, Gifts, Grants and Other Similar Amounts	1a Federated campaigns	1a					
	b Membership dues	1b					
	c Fundraising events	1c					
	d Related organizations	1d					
	e Government grants (contributions) . .	1e					
	f All other contributions, gifts, grants, and similar amounts not included above .	1f					
	g Noncash contributions included in lines 1a-1f: \$						
	h Total. Add lines 1a-1f ▶			0			
Program Service Revenue	2a <u>GAME REVENUE</u>			Business Code 711300	4,348,637.	4,315,927.	32,710.
	b <u>QUALIFIED SPONSORSHIPS</u>			711300	2,608,993.		2,608,993.
	c _____						
	d _____						
	e _____						
	f All other program service revenue						
	g Total. Add lines 2a-2f ▶				6,957,630.		
	Other Revenue	3 Investment income (including dividends, interest, and other similar amounts) ▶				0	
4 Income from investment of tax-exempt bond proceeds . . . ▶				0			
5 Royalties ▶				65,589.		65,589.	
			(i) Real	(ii) Personal			
6a Gross rents							
b Less: rental expenses							
c Rental income or (loss)							
d Net rental income or (loss) ▶				0			
			(i) Securities	(ii) Other			
7a Gross amount from sales of assets other than inventory							
b Less: cost or other basis and sales expenses							
c Gain or (loss)							
d Net gain or (loss) ▶				0			
8a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18 a							
b Less: direct expenses b							
c Net income or (loss) from fundraising events ▶				0			
9a Gross income from gaming activities. See Part IV, line 19 a							
b Less: direct expenses b							
c Net income or (loss) from gaming activities ▶				0			
10a 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 ▶				0			
Miscellaneous Revenue			Business Code				
11a _____							
b _____							
c _____							
d All other revenue							
e Total. Add lines 11a-11d ▶				0			
12 Total revenue. See instructions ▶				7,023,219.	4,315,927.	32,710.	2,674,582.

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).

Check if Schedule O contains a response or note to any line in this Part IX X

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 .	0			
2 Grants and other assistance to individuals in the United States. See Part IV, line 22	0			
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16	0			
4 Benefits paid to or for members	0			
5 Compensation of current officers, directors, trustees, and key employees	127,085.	105,481.	21,604.	
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0			
7 Other salaries and wages	407,026.	337,832.	69,194.	
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	0			
9 Other employee benefits	198,308.	164,596.	33,712.	
10 Payroll taxes	33,870.	28,112.	5,758.	
11 Fees for services (non-employees):				
a Management	0			
b Legal	8,534.		8,534.	
c Accounting	26,435.		26,435.	
d Lobbying	0			
e Professional fundraising services. See Part IV, line 17.	0			
f Investment management fees	0			
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O.)	409,582.	409,582.		
12 Advertising and promotion	145,260.		145,260.	
13 Office expenses	68,469.		68,469.	
14 Information technology	58,260.		58,260.	
15 Royalties	0			
16 Occupancy	29,131.		29,131.	
17 Travel	62,248.		62,248.	
18 Payments of travel or entertainment expenses for any federal, state, or local public officials	0			
19 Conferences, conventions, and meetings	30,248.		30,248.	
20 Interest	0			
21 Payments to affiliates	0			
22 Depreciation, depletion, and amortization	117,105.		117,105.	
23 Insurance	81,422.		81,422.	
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 <u>GAME EXPENSES</u>	8,156,436.	8,156,436.		
b <u>DUES/SUBSCRIP/LOCAL M & E</u>	17,564.		17,564.	
c <u>GAME PROMOTION-HOSPITALITY</u>	270,787.	270,787.		
d <u>OTHER TAX, FINES, PENALTY</u>	1,718.		1,718.	
e All other expenses	145,095.		145,095.	
25 Total functional expenses. Add lines 1 through 24e	10,394,583.	9,472,826.	921,757.	
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 <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)	0			

Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing	137,839.	1	237,395.
	2 Savings and temporary cash investments	0	2	0
	3 Pledges and grants receivable, net	0	3	0
	4 Accounts receivable, net	289,746.	4	71,466.
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L	0	5	0
	6 Loans and other 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). Complete Part II of Schedule L	0	6	0
	7 Notes and loans receivable, net	0	7	0
	8 Inventories for sale or use	0	8	0
	9 Prepaid expenses and deferred charges	2,887.	9	4,059.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 88,000.		
	b Less: accumulated depreciation	10b 88,000.	43,000.	10c 0
	11 Investments - publicly traded securities	0	11	0
	12 Investments - other securities. See Part IV, line 11	0	12	0
	13 Investments - program-related. See Part IV, line 11	0	13	0
	14 Intangible assets	0	14	0
	15 Other assets. See Part IV, line 11	0	15	0
16 Total assets. Add lines 1 through 15 (must equal line 34)		473,472.	16	312,920.
Liabilities	17 Accounts payable and accrued expenses	108,573.	17	210,384.
	18 Grants payable	0	18	0
	19 Deferred revenue	73,905.	19	2,180.
	20 Tax-exempt bond liabilities	0	20	0
	21 Escrow or custodial account liability. Complete Part IV of Schedule D	0	21	0
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L	0	22	0
	23 Secured mortgages and notes payable to unrelated third parties	0	23	0
	24 Unsecured notes and loans payable to unrelated third parties	0	24	0
	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	11,979,323.	25	15,093,461.
	26 Total liabilities. Add lines 17 through 25		12,161,801.	26
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	-11,688,329.	27	-14,993,105.
	28 Temporarily restricted net assets	0	28	0
	29 Permanently restricted net assets	0	29	0
	Organizations that do not follow SFAS 117 (ASC 958), 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	-11,688,329.	33	-14,993,105.	
34 Total liabilities and net assets/fund balances		473,472.	34	312,920.

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	7,023,219.
2	Total expenses (must equal Part IX, column (A), line 25)	2	10,394,583.
3	Revenue less expenses. Subtract line 2 from line 1	3	-3,371,364.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	-11,688,329.
5	Net unrealized gains (losses) on investments	5	0
6	Donated services and use of facilities	6	0
7	Investment expenses	7	0
8	Prior period adjustments	8	2,778.
9	Other changes in net assets or fund balances (explain in Schedule O)	9	63,810.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	-14,993,105.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line 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?
 If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both:
 Separate basis Consolidated basis Both consolidated and separate basis
- b** Were the organization's financial statements audited by an independent accountant?
 If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both:
 Separate basis Consolidated basis Both consolidated and separate basis
- 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.
- 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		

SCHEDULE A
(Form 990 or 990-EZ)

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.

OMB No. 1545-0047

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

▶ **Attach to Form 990 or Form 990-EZ.**
▶ **Information about Schedule A (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.**

Name of the organization VALLEY OF THE SUN BOWL FOUNDATION	Employer identification number 86-0902767
--	---

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-Non-functionally integrated
- 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?

	Yes	No
11g(i)		
 - (ii) A family member of a person described in (i) above?

	Yes	No
11g(ii)		
 - (iii) A 35% controlled entity of a person described in (i) or (ii) above?

	Yes	No
11g(iii)		
- h Provide the following information about the supported organization(s).

(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 monetary support
			Yes	No	Yes	No	Yes	No	
(A)									
(B)									
(C)									
(D)									
(E)									
Total									

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

Schedule A (Form 990 or 990-EZ) 2013

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

Table with 7 columns: (a) 2009, (b) 2010, (c) 2011, (d) 2012, (e) 2013, (f) Total. Rows include: 1 Gifts, grants, contributions, and membership fees received; 2 Tax revenues levied for the organization's benefit; 3 The value of services or facilities furnished by a governmental unit; 4 Total. Add lines 1 through 3; 5 The portion of total contributions by each person; 6 Public support. Subtract line 5 from line 4.

Section B. Total Support

Table with 7 columns: (a) 2009, (b) 2010, (c) 2011, (d) 2012, (e) 2013, (f) Total. Rows include: 7 Amounts from line 4; 8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources; 9 Net income from unrelated business activities; 10 Other income. Do not include gain or loss from the sale of capital assets; 11 Total support. Add lines 7 through 10; 12 Gross receipts from related activities; 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.

Section C. Computation of Public Support Percentage

Table with 3 columns: Line number, Description, and Percentage. Rows include: 14 Public support percentage for 2013; 15 Public support percentage from 2012 Schedule A; 16a 33 1/3% support test - 2013; b 33 1/3% support test - 2012; 17a 10%-facts-and-circumstances test - 2013; b 10%-facts-and-circumstances test - 2012; 18 Private foundation.

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) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	0	0	1,000.	2,000.	0	3,000.
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	3,638,300.	4,760,684.	4,741,381.	4,071,376.	4,346,767.	21,558,508.
3 Gross receipts from activities that are not an unrelated trade or business under section 513	1,395,625.	2,057,049.	1,694,073.	2,558,334.	2,608,993.	10,314,074.
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						0
5 The value of services or facilities furnished by a governmental unit to the organization without charge						0
6 Total. Add lines 1 through 5	5,033,925.	6,817,733.	6,436,454.	6,631,710.	6,955,760.	31,875,582.
7a Amounts included on lines 1, 2, and 3 received from disqualified persons	1,747,600.	2,825,326.	2,527,126.	3,676,570.	3,887,011.	14,663,633.
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	749,503.	1,990,958.	1,640,626.	1,396,000.	1,430,150.	7,207,237.
c Add lines 7a and 7b	2,497,103.	4,816,284.	4,167,752.	5,072,570.	5,317,161.	21,870,870.
8 Public support (Subtract line 7c from line 6.)						10,004,712.

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
9 Amounts from line 6	5,033,925.	6,817,733.	6,436,454.	6,631,710.	6,955,760.	31,875,582.
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	15,780.	83,687.	43,374.	18,221.	65,589.	226,651.
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						0
c Add lines 10a and 10b	15,780.	83,687.	43,374.	18,221.	65,589.	226,651.
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on	0	0				0
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.)	5,049,705.	6,901,420.	6,479,828.	6,649,931.	7,021,349.	32,102,233.
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 <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

15 Public support percentage for 2013 (line 8, column (f) divided by line 13, column (f))	15	31.17%
16 Public support percentage from 2012 Schedule A, Part III, line 15	16	36.93%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2013 (line 10c, column (f) divided by line 13, column (f))	17	.71%
18 Investment income percentage from 2012 Schedule A, Part III, line 17	18	.53%

19a 33 1/3% support tests - 2013. 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 - 2012. 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.** 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 C
(Form 990 or 990-EZ)

Political Campaign and Lobbying Activities

OMB No. 1545-0047

2013

Open to Public Inspection

For Organizations Exempt From Income Tax Under section 501(c) and section 527
 ▶ **Complete if the organization is described below.** ▶ **Attach to Form 990 or Form 990-EZ.**
 ▶ **See separate instructions.** ▶ **Information about Schedule C (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.**

Department of the Treasury
Internal Revenue Service

If the organization answered "Yes," to Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: Complete Part I-A only.

If the organization answered "Yes," to Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered "Yes," to Form 990, Part IV, line 5 (Proxy Tax) or Form 990-EZ, Part V, line 35c (Proxy Tax), then

- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

Name of organization VALLEY OF THE SUN BOWL FOUNDATION	Employer identification number 86-0902767
--	---

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

- 1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.
- 2 Political expenditures ▶ \$ _____
- 3 Volunteer hours _____

Part I-B Complete if the organization is exempt under section 501(c)(3).

- 1 Enter the amount of any excise tax incurred by the organization under section 4955 ▶ \$ _____
- 2 Enter the amount of any excise tax incurred by organization managers under section 4955 ▶ \$ _____
- 3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? Yes No
- 4a Was a correction made? Yes No
- b If "Yes," describe in Part IV.

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

- 1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ▶ \$ _____
- 2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ▶ \$ _____
- 3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b ▶ \$ _____
- 4 Did the filing organization file **Form 1120-POL** for this year? Yes No
- 5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds. If none, enter -0-.	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-.
(1)	-----			
(2)	-----			
(3)	-----			
(4)	-----			
(5)	-----			
(6)	-----			

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

Schedule C (Form 990 or 990-EZ) 2013

Part II-A Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

A Check if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).

B Check if the filing organization checked box A and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals
1a	Total lobbying expenditures to influence public opinion (grass roots lobbying)		
b	Total lobbying expenditures to influence a legislative body (direct lobbying)		
c	Total lobbying expenditures (add lines 1a and 1b)		
d	Other exempt purpose expenditures	10,394,583.	28,038,136.
e	Total exempt purpose expenditures (add lines 1c and 1d)	10,394,583.	28,038,136.
f	Lobbying nontaxable amount. Enter the amount from the following table in both columns.	669,729.	1,000,000.
If the amount on line 1e, column (a) or (b) is:		The lobbying nontaxable amount is:	
Not over \$500,000		20% of the amount on line 1e.	
Over \$500,000 but not over \$1,000,000		\$100,000 plus 15% of the excess over \$500,000.	
Over \$1,000,000 but not over \$1,500,000		\$175,000 plus 10% of the excess over \$1,000,000.	
Over \$1,500,000 but not over \$17,000,000		\$225,000 plus 5% of the excess over \$1,500,000.	
Over \$17,000,000		\$1,000,000.	
g	Grassroots nontaxable amount (enter 25% of line 1f)	167,432.	250,000.
h	Subtract line 1g from line 1a. If zero or less, enter -0-	0	0
i	Subtract line 1f from line 1c. If zero or less, enter -0-	0	0
j	If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?	<input type="checkbox"/> Yes <input type="checkbox"/> No	

4-Year Averaging Period Under Section 501(h)

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 2a through 2f on page 4.)

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) Total
2a Lobbying nontaxable amount	1,000,000.	1,000,000.	1,000,000.	1,000,000.	4,000,000.
b Lobbying ceiling amount (150% of line 2a, column (e))					6,000,000.
c Total lobbying expenditures					
d Grassroots nontaxable amount	250,000.	250,000.	250,000.	250,000.	1,000,000.
e Grassroots ceiling amount (150% of line 2d, column (e))					1,500,000.
f Grassroots lobbying expenditures					

Part II-B Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

Table with 3 main columns: Question, (a) Yes/No, and (b) Amount. Rows include questions about lobbying activities like influencing legislation, using volunteers, paid staff, media, mailings, publications, grants, direct contact, rallies, and other activities.

Part III-A Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

Table with 3 columns: Question, Yes, and No. Rows include questions about dues being nondeductible, lobbying expenditures of \$2,000 or less, and carryover of lobbying and political expenditures.

Part III-B Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No," OR (b) Part III-A, line 3, is answered "Yes."

Table with 3 columns: Question, and sub-rows for amounts. Rows include questions about dues from members, section 162(e) nondeductible lobbying and political expenditures (current year, carryover, total), and carryover to the next year.

Part IV Supplemental Information

Provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; Part II-A (affiliated group list); Part II-A, line 2; and Part II-B, line 1. Also, complete this part for any additional information.

Series of horizontal dashed lines provided for entering supplemental information.

Part IV Supplemental Information *(continued)*

Part IV Supplemental Information (continued)

ATTACHMENT 1

SCHEDULE C, PART II-A, AFFILIATED ORGANIZATIONS

ORGANIZATION NAME: ARIZ COLLEGE FOOTBALL CHAMPIONSHIP FOUND
 ADDRESS: 7135 E CAMELBACK ROAD, SUITE 190
 SCOTTSDALE, AZ 85251
 EIN: 20-3705626

ORGANIZATION IS AN ELECTING ORGANIZATION.

GRASSROOTS LOBBYING AMOUNT:
 DIRECT LOBBYING AMOUNT:
 TOTAL LOBBYING EXPENDITURES:
 OTHER EXEMPT PURPOSE EXPENDITURES: 10.
 TOTAL EXEMPT PURPOSE EXPENDITURES: 10.
 LOBBYING NONTAXABLE AMOUNT: 2.
 GRASSROOTS NONTAXABLE AMOUNT: 1.
 TOTAL GRASSROOTS LESS NONTAXABLE AMOUNT:
 TOTAL EXPENDITURES LESS NONTAXABLE AMOUNT:
 SHARE OF EXCESS LOBBYING EXPENDITURES:

ORGANIZATION NAME: FIESTA EVENTS, INC.
 ADDRESS: 7135 E CAMELBACK ROAD, SUITE 190
 SCOTTSDALE, AZ 85251
 EIN: 86-0666998

ORGANIZATION IS AN ELECTING ORGANIZATION.

GRASSROOTS LOBBYING AMOUNT:
 DIRECT LOBBYING AMOUNT:
 TOTAL LOBBYING EXPENDITURES:
 OTHER EXEMPT PURPOSE EXPENDITURES: 1,556,318.
 TOTAL EXEMPT PURPOSE EXPENDITURES: 1,556,318.
 LOBBYING NONTAXABLE AMOUNT: 227,816.
 GRASSROOTS NONTAXABLE AMOUNT: 56,954.
 TOTAL GRASSROOTS LESS NONTAXABLE AMOUNT:
 TOTAL EXPENDITURES LESS NONTAXABLE AMOUNT:
 SHARE OF EXCESS LOBBYING EXPENDITURES:

Part IV Supplemental Information (continued)ATTACHMENT 1 (CONT'D)SCHEDULE C, PART II-A, AFFILIATED ORGANIZATIONS

ORGANIZATION NAME: VALLEY OF THE SUN BOWL FOUNDATION
 ADDRESS: 7135 E CAMELBACK ROAD, SUITE 190
 SCOTTSDALE, AZ 85251
 EIN: 86-0902767
 GRASSROOTS LOBBYING AMOUNT:
 DIRECT LOBBYING AMOUNT:
 TOTAL LOBBYING EXPENDITURES:
 OTHER EXEMPT PURPOSE EXPENDITURES: 10,394,583.
 TOTAL EXEMPT PURPOSE EXPENDITURES: 10,394,583.
 LOBBYING NONTAXABLE AMOUNT: 669,729.
 GRASSROOTS NONTAXABLE AMOUNT: 167,432.
 TOTAL GRASSROOTS LESS NONTAXABLE AMOUNT:
 TOTAL EXPENDITURES LESS NONTAXABLE AMOUNT:
 SHARE OF EXCESS LOBBYING EXPENDITURES:

ORGANIZATION NAME: THE ARIZONA SPORTS FOUNDATION
 ADDRESS: 7135 E CAMELBACK ROAD, SUITE 190
 SCOTTSDALE, AZ 85251
 EIN: 86-0253821
 ORGANIZATION IS AN ELECTING ORGANIZATION.
 GRASSROOTS LOBBYING AMOUNT:
 DIRECT LOBBYING AMOUNT:
 TOTAL LOBBYING EXPENDITURES:
 OTHER EXEMPT PURPOSE EXPENDITURES: 16,087,225.
 TOTAL EXEMPT PURPOSE EXPENDITURES: 16,087,225.
 LOBBYING NONTAXABLE AMOUNT: 954,361.
 GRASSROOTS NONTAXABLE AMOUNT: 238,590.
 TOTAL GRASSROOTS LESS NONTAXABLE AMOUNT:
 TOTAL EXPENDITURES LESS NONTAXABLE AMOUNT:
 SHARE OF EXCESS LOBBYING EXPENDITURES:

SCHEDULE D (Form 990)

Supplemental Financial Statements

OMB No. 1545-0047

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.

2013

Department of the Treasury Internal Revenue Service

Attach to Form 990.

Open to Public Inspection

Information about Schedule D (Form 990) and its instructions is at www.irs.gov/form990.

Name of the organization

Employer identification number

VALLEY OF THE SUN BOWL FOUNDATION

86-0902767

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.

Table with 2 columns: (a) Donor advised funds, (b) Funds and other accounts. Rows include: 1 Total number at end of year, 2 Aggregate contributions to (during year), 3 Aggregate grants from (during year), 4 Aggregate value at end of year, 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?, 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?

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

Table with 2 columns: Held at the End of the Tax Year. Rows include: 1 Purpose(s) of conservation easements held by the organization (check all that apply), 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., 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?, 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)?, 9 In Part XIII, 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.

Table with 2 columns: Revenues, Assets. Rows include: 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 XIII, the text of the footnote to its financial statements that describes these items., 1b 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

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

Schedule D (Form 990) 2013

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 XIII.

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 XIII 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 XIII. Check here if the explanation has been provided in Part XIII.

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					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

- a Board designated or quasi-endowment _____ %
- b Permanent endowment _____ %
- c Temporarily restricted endowment _____ %

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	3a(i)	
(ii) related organizations	3a(ii)	
b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?	3b	

4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11a. 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				
b Buildings				
c Leasehold improvements				
d Equipment		88,888.	88,888.	
e Other				

Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).) _____

Part VII Investments - Other Securities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11b. 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		
(3) Other _____		
(A) _____		
(B) _____		
(C) _____		
(D) _____		
(E) _____		
(F) _____		
(G) _____		
(H) _____		
Total. (Column (b) must equal Form 990, Part X, col. (B) line 12.) ▶		

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

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

Part IX Other Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

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

Part X Other Liabilities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) INTERCOMPANY PAYABLE TO ASF	15,178,900.
(3) INTERCOMPANY PAYABLE TO FEI	-85,439.
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	15,093,461.

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

Table with 5 main rows and sub-rows (a-e) for adjustments. Columns include descriptions, sub-row labels (2a-2d, 4a-4b), and totals (1, 2e, 3, 4c, 5).

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

Table with 5 main rows and sub-rows (a-e) for adjustments. Columns include descriptions, sub-row labels (2a-2d, 4a-4b), and totals (1, 2e, 3, 4c, 5).

Part XIII Supplemental Information.

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, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

SEE PAGE 5

Part XIII Supplemental Information (continued)

SCHEDULE D, PART X, LINE 2

THE ORGANIZATION HAD A FOOTNOTE TO ITS AUDITED FINANCIAL STATEMENT ADDRESSING AN UNCERTAIN TAX POSITION UNDER FIN 48 (ASC 740). PER THE REQUIREMENTS OF SCHEDULE D, PART X, LINE 2, THE ENTIRETY OF THE FOOTNOTE IS QUOTED HERE. THE FOOTNOTE WAS ISSUED AS PART OF OUR AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2014 IN AN AUDIT REPORT DATED JUNE 30, 2014 ISSUED BY ERNST & YOUNG LLP.

"DURING FISCAL 2011, A SPECIAL COMMITTEE OF THE FOUNDATION'S BOARD OF DIRECTORS DIRECTED AN INVESTIGATION INTO MATTERS RELATED TO, AMONG OTHER THINGS, THE REIMBURSEMENT OF POLITICAL CONTRIBUTIONS MADE BY EMPLOYEES, POTENTIAL EXCESSIVE EXECUTIVE COMPENSATION, AND INAPPROPRIATE EXPENDITURES AND GIFTS. THE SPECIAL COMMITTEE FOUND EVIDENCE OF REIMBURSED POLITICAL CONTRIBUTIONS AND INAPPROPRIATE GIFTS AND EXPENSES. MATTERS RELATING TO EXPENDITURES AND EXCESS COMPENSATION CONTINUE TO BE ADDRESSED BY THE BOARD OF DIRECTORS AND MANAGEMENT.

SINCE THE TIME OF THE INVESTIGATION, THE FOUNDATION HAS TAKEN STEPS TO ADDRESS THE CONCERNS RAISED IN THE SPECIAL COMMITTEE REPORT INCLUDING, BUT NOT LIMITED TO, THE TERMINATION OF EMPLOYEES; THE HIRING OF A NEW EXECUTIVE DIRECTOR, CHIEF FINANCIAL OFFICER, CHIEF COMPLIANCE OFFICER/GENERAL COUNSEL, AND CONTROLLER; THE IMPLEMENTATION OF CHANGES TO THE GOVERNANCE STRUCTURE, INCLUDING RESTRUCTURING COMMITTEES OF THE BOARD OF DIRECTORS; AND THE ESTABLISHMENT OF MORE DETAILED POLICIES AND PROCEDURES.

UPON EXAMINATION OF THE RESULTS OF THE SPECIAL COMMITTEE INVESTIGATION

Part XIII Supplemental Information (continued)

AND REVIEW DONE SUBSEQUENT TO THE SPECIAL INVESTIGATION, MANAGEMENT BELIEVES THAT THE EXPENSES PAID BY THE FOUNDATION HAVE BEEN APPROPRIATELY RECORDED IN THE HISTORICAL FINANCIAL STATEMENTS. ANY RECOVERIES OF EXPENSES PAID WILL BE RECORDED, IF AND WHEN THEY ARE RECEIVED.

SOME OF THE FOUNDATION'S PRIOR ACTIVITIES COULD RISK THE FOUNDATION'S SECTION 501 (C)(3) EXEMPTION FROM FEDERAL INCOME TAXES. THESE ACTIVITIES FALL INTO FOUR CATEGORIES: (I) POLITICAL EXPENDITURES, (II) LOBBYING EXPENDITURES, (III) BENEFITS PROVIDED TO DISQUALIFIED PERSONS, AND (IV) BENEFITS PROVIDED TO THIRD PARTIES.

IN ALL THESE AREAS, THE FOUNDATION HAS TAKEN AND WILL CONTINUE TO TAKE CORRECTIVE ACTION AS FOLLOWS:

POLITICAL CAMPAIGN CONTRIBUTIONS - THE FOUNDATION HAS SOUGHT TO RECOVER SUCH AMOUNTS FROM CANDIDATES AND CHANGED ITS INTERNAL BONUS AND EXPENSE REIMBURSEMENT POLICIES AND PRACTICES.

LOBBYING ACTIVITIES - THE FOUNDATION HAS INVESTIGATED THESE EXPENDITURES AND BELIEVES THAT ALL OF THE EXPENSES PAID BY THE FOUNDATION TO PROFESSIONAL SERVICES FIRMS WERE PROPER AND THE FOUNDATION IS NOT AWARE OF LOBBYING ACTIVITIES CONDUCTED BY THE FOUNDATION OTHER THAN A SMALL AMOUNT OF INDIRECT SUPPORT PROVIDED FOR FUNDRAISING EVENTS.

BENEFITS PROVIDED TO DISQUALIFIED PERSONS - THE FOUNDATION HAS AMENDED INCOME TAX REPORTING FOR CERTAIN DIRECTORS, FORMER DIRECTORS, EMPLOYEES, AND CONSULTANTS FOR RECENT YEARS.

Part XIII Supplemental Information (continued)

THE FOUNDATION HAS ALSO QUANTIFIED ALL INUREMENT AND POSSIBLE EXCESS BENEFIT TRANSACTIONS AND REPORTED SUCH AMOUNTS FOR INCOME TAX PURPOSES.

BENEFITS PROVIDED TO THIRD PARTIES - THE FOUNDATION HAS INVESTIGATED AND HAS NOT IDENTIFIED ANY SIGNIFICANT AMOUNTS THAT RAISE INUREMENT OR IMPERMISSIBLE PRIVATE BENEFIT ISSUES WITH THIRD PARTIES.

THE IRS HAS BROAD DISCRETION WHEN DETERMINING WHETHER OR NOT TO REVOKE THE TAX-EXEMPT STATUS OF AN OFFENDING CHARITABLE ORGANIZATION OR TO IMPOSE ALTERNATIVE CORRECTIVE ACTIONS. ON NOVEMBER 15, 2012, THE FOUNDATION WAS NOTIFIED THAT THE IRS WOULD EXAMINE THE TAX YEAR ENDED MARCH 31, 2009, FOR THE ARIZONA SPORTS FOUNDATION. SINCE THAT TIME, THE EXAMINATION HAS BEEN INITIATED AND IS IN PROCESS. ALTHOUGH THE FOUNDATION CANNOT PREDICT THE OUTCOME WITH CERTAINTY, BASED ON THE CORRECTIVE ACTIONS THE FOUNDATION HAS TAKEN AND EXPECTS TO CONTINUE TO TAKE, MANAGEMENT BELIEVES IT IS MORE LIKELY THAN NOT THAT THE FOUNDATION WILL RETAIN ITS TAX-EXEMPT STATUS UNDER SECTION 501 (C)(3) OF THE INTERNAL REVENUE CODE. ACCORDINGLY, MANAGEMENT BELIEVES IT CONTINUES TO BE APPROPRIATE TO RECORD NO PROVISION FOR INCOME TAXES IN THESE COMBINED FINANCIAL STATEMENTS.

THE FOUNDATION HAS ACCRUED A LIABILITY AT MARCH 31, 2014 AND 2013, FOR EXCISE TAXES RELATED TO REIMBURSED POLITICAL CAMPAIGN CONTRIBUTIONS SINCE 2000 AND FOR WITHHOLDING AND EMPLOYMENT TAXES WITH RESPECT TO AMOUNTS THAT REPRESENT COMPENSATION BUT WHICH WERE NOT INITIALLY TREATED AS SUCH BY THE FOUNDATION. THESE AMOUNTS TOTAL APPROXIMATELY \$122,000 AND

Part XIII Supplemental Information (continued)

REPRESENT THE ESTIMATED LIABILITIES IDENTIFIED TO DATE. IT IS REASONABLY POSSIBLE ADDITIONAL AMOUNTS MAY BE IDENTIFIED AND THE IRS COULD ASSESS A PENALTY OR OTHER AMOUNT TO THE FOUNDATION. ANY SUCH ADDITIONAL LIABILITIES CANNOT BE ESTIMATED AT THIS TIME AND A LIABILITY HAS NOT BEEN RECORDED IN THE ACCOMPANYING COMBINED FINANCIAL STATEMENTS.

THE IRS HAS PROVIDED STATUTORY GUIDANCE STATING THAT QUALIFIED SPONSORSHIP CONTRIBUTIONS (PAYMENTS WHERE THERE IS NO EXPECTATION OF ANY SUBSTANTIAL RETURN BENEFITS OTHER THAN THE USE OR ACKNOWLEDGMENT OF THE CORPORATE NAME OR LOGO) RECEIVED BY NOT-FOR-PROFIT ORGANIZATIONS ARE NOT TAXABLE UNRELATED BUSINESS INCOME. MANAGEMENT BELIEVES THAT THE CONTRIBUTIONS RECEIVED BY THE FOUNDATION QUALIFY UNDER THE STATUTORY PROVISIONS AND THEREFORE ARE NOT TAXABLE. IN ADDITION, SHOULD THE CONTRIBUTIONS BE DEEMED TAXABLE, MANAGEMENT BELIEVES THAT THE REVENUES SHOULD BE REDUCED BY RELATED EXPENSES. ACCORDINGLY, NO PROVISION FOR INCOME TAXES FOR UNRELATED BUSINESS INCOME HAS BEEN RECOGNIZED IN THE ACCOMPANYING COMBINED FINANCIAL STATEMENTS."

**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.
- ▶ Information about Schedule J (Form 990) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2013

**Open to Public
Inspection**

Name of the organization

VALLEY OF THE SUN BOWL FOUNDATION

Employer identification number

86-0902767

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 directors, trustees, and officers, including 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, but explain in Part III.

- | | |
|--|--|
| <input type="checkbox"/> Compensation committee | <input type="checkbox"/> Written employment contract |
| <input type="checkbox"/> Independent compensation consultant | <input type="checkbox"/> Compensation survey or study |
| <input type="checkbox"/> Form 990 of other organizations | <input 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
1a		
1b		
2		
3		
4a		X
4b		X
4c		X
5a		X
5b		X
6a		X
6b		X
7		X
8		X
9		

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

Schedule J (Form 990) 2013

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 and Title		(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 CURT KRIZAN CHIEF FINANCIAL OFFICER	(i)	0	0	0	0	0	0	0
	(ii)	173,160.	50,000.	1,855.	12,722.	19,132.	256,869.	0
2 ROBERT N. SHELTON EXEC. DIRECTOR (THRU 1/13/14)	(i)	0	0	0	0	0	0	0
	(ii)	449,930.	108,750.	2,286.	17,850.	10,829.	589,645.	0
3 STEPHANIE JARVIS LEGAL COUNSEL/CHIEF COMP OFF	(i)	0	0	0	0	0	0	0
	(ii)	132,069.	40,000.	1,537.	8,552.	6,220.	188,378.	0
4 ANDREW BAGNATO CHIEF OF COMMUNICATIONS	(i)	0	0	0	0	0	0	0
	(ii)	108,382.	29,000.	482.	7,868.	9,082.	154,814.	0
5 TRACY GUERRA SR. DIRECTOR OF GAME & EVENTS	(i)	0	0	0	0	0	0	0
	(ii)	100,246.	26,000.	19,108.	9,996.	12,836.	168,186.	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.

SCHEDULE J, PART I, LINE 3

THE ARIZONA SPORTS FOUNDATION (ASF) DETERMINED COMPENSATION OF THE EXECUTIVE DIRECTOR USING A COMPENSATION COMMITTEE, INDEPENDENT COMPENSATION CONSULTANT, FORM 990 OF OTHER ORGANIZATIONS, WRITTEN EMPLOYMENT CONTRACT, COMPENSATION SURVEY/STUDY, AND APPROVAL BY BOARD/COMPENSATION COMMITTEE.

SCHEDULE J, PART I, LINE 4A

SARAH ZELHART RECEIVED \$22,100 IN SEVERANCE PAY.

ROBERT SHELTON LEFT THE ORGANIZATION IN JANUARY 2014. TERMS OF HIS SEPARATION INCLUDED SEVERANCE OF 12 MONTHS OF BASE COMPENSATION WHICH WILL BE INCLUDED IN HIS 2014 COMPENSATION TO BE REPORTED ON THE FORM 990 FOR MARCH 31, 2015. DUANE WOODS WAS APPOINTED AS INTERIM EXECUTIVE DIRECTOR.

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.

SCHEDULE J, PART II

FOR PAYROLL TAX PURPOSES, THE ARIZONA SPORTS FOUNDATION (ASF) PAYS ALL EMPLOYEES OF ASF AND ITS RELATED ORGANIZATIONS: VALLEY OF THE SUN BOWL FOUNDATION, FIESTA EVENTS, INC. AND ARIZONA COLLEGE FOOTBALL CHAMPIONSHIP FOUNDATION. ALLOCATIONS OF OFFICER, KEY EMPLOYEE AND STAFF COMPENSTION ARE MADE IN ACCORDANCE WITH THE EMPLOYEES' AVERAGE TIME DEVOTED TO EACH OF THE ORGANIZATIONS.

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

2013

**Open to Public
Inspection**

Name of the organization

VALLEY OF THE SUN BOWL FOUNDATION

Employer identification number

86-0902767

FORM 990, PART III, LINE 1

VSBF IS COMMITTED TO FOSTERING A CULTURE OF COMMUNITY INVOLVEMENT AND GIVING. THROUGH THE ANNUAL BUFFALO WILD WINGS BOWL AND RELATED EVENTS, WE SERVE AS WELCOMING HOSTS, CREATE LIFELONG MEMORIES, PROMOTE ARIZONA AND ENABLE MEANINGFUL CONTRIBUTIONS TO SOCIETY.

FORM 990, PART V, LINE 2B, PART VII, SECTION A, AND PART IX, LINES 5 & 7

THE EMPLOYEES DEVOTING TIME TO ARIZONA SPORTS FOUNDATION (ASF) AND ITS RELATED AFFILIATES (ARIZONA COLLEGE FOOTBALL CHAMPIONSHIP FOUNDATION (ACFCF), FIESTA EVENTS, INC (FEI), AND VALLEY OF THE SUN BOWL FOUNDATION (VSB)) ARE ALL EMPLOYEES OF ASF FOR PAYROLL TAX PURPOSES. COSTS RELATED TO PERSONNEL ARE SHARED AMONGST ALL AFFILIATED ENTITIES AND ARE REPORTED ON PART IX AS EMPLOYEE RELATED EXPENSES.

FORM 990, PART VI, LINES 1A

THE BOARD OF DIRECTORS DELEGATES BROAD AUTHORITY TO AN EXECUTIVE COMMITTEE. THE PURPOSE OF THE EXECUTIVE COMMITTEE SHALL BE TO MAKE ROUTINE BUSINESS DECISIONS FOR AND ON BEHALF OF THE BOARD OF DIRECTORS AND THE CORPORATION. ALL MEMBERS OF THE EXECUTIVE COMMITTEE SHALL BE DIRECTORS. THE EXECUTIVE COMMITTEE SHALL NOT BE AUTHORIZED, WITHOUT THE APPROVAL OF A MAJORITY VOTE OF THE DIRECTORS PRESENT, IN PERSON OR BY PROXY, AT A DULY CONVENED MEETING AT WHICH A QUORUM IS PRESENT, TO TAKE ANY ACTIONS THAT REQUIRE THE APPROVAL OF THE BOARD OF DIRECTORS OF THE CORPORATION. THE MEMBERS OF THE EXECUTIVE COMMITTEE SHALL INCLUDE THE

Name of the organization VALLEY OF THE SUN BOWL FOUNDATION	Employer identification number 86-0902767
---	--

CHAIRMAN, IMMEDIATE PAST CHAIRMAN, CHAIRMAN-ELECT, TREASURER, SECRETARY, THE CHAIRS OF THE NOMINATING AND GOVERNANCE COMMITTEE AND AUDIT & COMPLIANCE COMMITTEE, AND TWO OTHER DIRECTORS NOMINATED BY THE CHAIRMAN AND APPROVED BY THE BOARD OF DIRECTORS FROM TIME TO TIME. THE CHAIRMAN SHALL SERVE AS THE CHAIRMAN OF THE EXECUTIVE COMMITTEE. ALL OTHER ASPECTS OF THE FUNCTION AND PROCEDURES OF THE EXECUTIVE COMMITTEE SHALL BE DECIDED BY THE BOARD OF DIRECTORS. THE EXECUTIVE COMMITTEE, TO THE EXTENT DELEGATED SUCH POWERS BY THE BOARD OF DIRECTORS, MAY AUTHORIZE ANY OFFICER OR AGENT OF THE CORPORATION TO ENTER INTO ANY CONTRACT OR TO EXECUTE AND DELIVER ANY INSTRUMENT IN THE NAME OF AND ON BEHALF OF THE CORPORATION. ADDITIONALLY, THE EXECUTIVE COMMITTEE IS AUTHORIZED TO SIGN CHECKS AND AUTHORIZE DEPOSITS OF FUNDS.

FORM 990, PART VI, LINE 1B

ASF, VSBF, FEI. AND THE ACFCF HAVE A COMMON BOARD OF DIRECTORS. A BOARD MEMBER IS CONSIDERED INDEPENDENT IF THEY RECEIVE NO COMPENSATION AS AN EMPLOYEE AND HAVE NO REPORTABLE TRANSACTIONS ON SCHEDULE L. IF A BOARD MEMBER IS CONSIDERED NOT INDEPENDENT FOR ONE ORGANIZATION, THEY ARE CONSIDERED NOT INDEPENDENT FOR ALL RELATED ORGANIZATIONS. AMONG THE FOUR RELATED ORGANIZATIONS, THERE WERE NO TRANSACTIONS TO REPORT. UNDER THE POLICIES AND PROCEDURES OF THE ORGANIZATION, BOARD MEMBERS MUST RECUSE THEMSELVES FROM THE DISCUSSION AND VOTE OF ANY RELATED TRANSACTION.

FORM 990, PART VI, LINE 7A

WITHIN THEIR SPONSORSHIP AGREEMENT OF THE FIESTA BOWL AND RELATED ACTIVITIES, THE FT. MCDOWELL YAVAPAI NATION RETAINS THE RIGHT TO APPOINT

Name of the organization VALLEY OF THE SUN BOWL FOUNDATION	Employer identification number 86-0902767
---	--

ONE MEMBER OF THE BOARD OF DIRECTORS. THAT SEAT WAS HELD BY THEIR PRESIDENT, DR. CLINTON PATTEA, UNTIL HIS DEATH ON JULY 5TH, 2013, AT WHICH TIME RUBEN BALDERAS TOOK OVER THE SEAT.

FORM 990, PART VI, LINE 11B

THE RETURN IS PREPARED AND REVIEWED BY ERNST & YOUNG FOLLOWED BY MANAGEMENT'S FINAL REVIEW. ONCE THE RETURN IS COMPLETED AND REVIEWED, THE FORM 990 IS PROVIDED TO THE BUDGET AND FINANCE COMMITTEE AND AUDIT AND COMPLIANCE COMMITTEE. AFTER THE COMMITTEES' REVIEW, THE RETURN IS RECOMMENDED TO THE BOARD OF DIRECTORS FOR THEIR APPROVAL. UPON APPROVAL BY THE BOARD OF DIRECTORS, THE RETURN IS FILED.

FORM 990, PART VI, LINE 12C

THE ORGANIZATION ANNUALLY REQUIRES ALL EMPLOYEES, OFFICERS, AND MEMBERS OF THE BOARD OF DIRECTORS TO COMPLETE A CONFLICT OF INTEREST DISCLOSURE AND SIGN THE CONFLICT OF INTEREST POLICY. COPIES OF ALL CONFLICT OF INTEREST STATEMENTS ARE PROVIDED TO THE AUDIT COMMITTEE. PROCEDURES ALSO INCLUDE REVIEWING TRANSACTIONS AGAINST BOTH THE FORMS SUBMITTED AND ALL KNOWN BUSINESS ASSOCIATIONS OF OUR BOARD MEMBERS.

FORM 990, PART VI, LINE 15A AND 15B

THIS ORGANIZATION DOES NOT PAY COMPENSATION. ALL COMPENSATION IS DETERMINED AND PAID BY THE RELATED ORGANIZATION, THE ARIZONA SPORTS FOUNDATION.

FORM 990, PART VI, LINE 19

THE ORGANIZATION MAKES PUBLIC ITS GOVERNING DOCUMENTS, INCLUDING ITS

Name of the organization VALLEY OF THE SUN BOWL FOUNDATION	Employer identification number 86-0902767
---	--

BYLAWS AND 501(C)(3) DETERMINATION LETTER, AS WELL AS KEY POLICIES SUCH AS THE CODE OF CONDUCT, CODE OF ETHICS, CONFLICT OF INTEREST, EXPENSE REIMBURSEMENT, POLITICAL ACTIVITY, RECORD RETENTION AND DESTRUCTION, TICKET POLICY AND WHISTLEBLOWER PROTECTION. ALL DOCUMENTS ARE AVAILABLE FOR PUBLIC VIEWING AT [HTTP://WWW.FIESTABOWL.ORG/ABOUT-US/GOVERNANCE/PHP](http://WWW.FIESTABOWL.ORG/ABOUT-US/GOVERNANCE/PHP). IN THE FALL OF 2012, A COPY OF THE 1023 WAS REQUESTED FROM THE IRS AND WILL BE MADE AVAILABLE AS SOON AS RECEIVED.

FORM 990, PART XI, LINE 9

EQUITY TRANSFER FROM ACFCF \$63,810

**SCHEDULE R
(Form 990)**

Related Organizations and Unrelated Partnerships

OMB No. 1545-0047

2013

**Open to Public
Inspection**

Department of the Treasury
Internal Revenue Service

- ▶ **Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.**
- ▶ **Attach to Form 990.** ▶ **See separate instructions.**
- ▶ **Information about Schedule R (Form 990) and its instructions is at www.irs.gov/form990.**

Name of the organization

VALLEY OF THE SUN BOWL FOUNDATION

Employer identification number

86-0902767

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

(a) Name, address, and EIN (if applicable) 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
(1) -----					
(2) -----					
(3) -----					
(4) -----					
(5) -----					
(6) -----					

Part II Identification of Related Tax-Exempt Organizations Complete if the organization answered "Yes" on 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
(1) ARIZONA COLLEGE FOOTBALL CHAMP'SHIP FDN 20-3705626 7135 E CAMELBACK RD STE 190 SCOTTSDALE, AZ 85251	COLLEGE BOWL	AZ	501(C)(3)	9	N/A	X	
(2) ARIZONA SPORTS FOUNDATION 86-0253821 7135 E CAMELBACK RD STE 190 SCOTTSDALE, AZ 85251	COLLEGE BOWL	AZ	501(C)(3)	9	N/A	X	
(3) FIESTA EVENTS, INC. 86-0666998 7135 E CAMELBACK RD STE 190 SCOTTSDALE, AZ 85251	SPORT EVENTS	AZ	501(C)(3)	9	N/A	X	
(4) -----							
(5) -----							
(6) -----							
(7) -----							

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

Schedule R (Form 990) 2013

Part III Identification of Related Organizations Taxable as a Partnership Complete if the organization answered "Yes" on 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) Disproportionate 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	
(1) -----												
(2) -----												
(3) -----												
(4) -----												
(5) -----												
(6) -----												
(7) -----												

Part IV Identification of Related Organizations Taxable as a Corporation or Trust Complete if the organization answered "Yes" on 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 entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Section 512(b)(13) controlled entity?	
								Yes	No
(1) -----									
(2) -----									
(3) -----									
(4) -----									
(5) -----									
(6) -----									
(7) -----									

Part V Transactions With Related Organizations Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

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

	Yes	No
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		X
b Gift, grant, or capital contribution to related organization(s)		X
c Gift, grant, or capital contribution from related organization(s)		X
d Loans or loan guarantees to or for related organization(s)		X
e Loans or loan guarantees by related organization(s)		X
f Dividends from related organization(s)		X
g Sale of assets to related organization(s)		X
h Purchase of assets from related organization(s)		X
i Exchange of assets with related organization(s)	X	
j Lease of facilities, equipment, or other assets to related organization(s)		X
k Lease of facilities, equipment, or other assets from related organization(s)		X
l Performance of services or membership or fundraising solicitations for related organization(s)		X
m Performance of services or membership or fundraising solicitations by related organization(s)		X
n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)	X	
o Sharing of paid employees with related organization(s)	X	
p Reimbursement paid to related organization(s) for expenses	X	
q Reimbursement paid by related organization(s) for expenses	X	
r Other transfer of cash or property to related organization(s)	X	
s Other transfer of cash or property from related organization(s)	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 related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1) THE ARIZONA SPORTS FOUNDATION	N	128,483.	COST
(2) THE ARIZONA SPORTS FOUNDATION	O	774,124.	COST
(3) THE ARIZONA SPORTS FOUNDATION	P	736,364.	COST
(4) THE ARIZONA SPORTS FOUNDATION	R	3,096,409.	COST
(5) THE ARIZONA SPORTS FOUNDATION	S	4,702,835.	COST
(6) FIESTA EVENTS, INC.	S	65,780.	COST

Part V Transactions With Related Organizations Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

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

	Yes	No
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	1a	
b Gift, grant, or capital contribution to related organization(s)	1b	
c Gift, grant, or capital contribution from related organization(s)	1c	
d Loans or loan guarantees to or for related organization(s)	1d	
e Loans or loan guarantees by related organization(s)	1e	
f Dividends from related organization(s)	1f	
g Sale of assets to related organization(s)	1g	
h Purchase of assets from related organization(s)	1h	
i Exchange of assets with related organization(s)	1i	
j Lease of facilities, equipment, or other assets to related organization(s)	1j	
k Lease of facilities, equipment, or other assets from related organization(s)	1k	
l Performance of services or membership or fundraising solicitations for related organization(s)	1l	
m Performance of services or membership or fundraising solicitations by related organization(s)	1m	
n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)	1n	
o Sharing of paid employees with related organization(s)	1o	
p Reimbursement paid to related organization(s) for expenses	1p	
q Reimbursement paid by related organization(s) for expenses	1q	
r Other transfer of cash or property to related organization(s)	1r	
s Other transfer of cash or property from related organization(s)	1s	

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 related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1) THE ARIZONA COLLEGE FOOTBALL CHAMPIONSHIP FDN	I	66,590.	COST
(2)			
(3)			
(4)			
(5)			
(6)			

Part VI **Unrelated Organizations Taxable as a Partnership** Complete if the organization answered "Yes" on 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 section 501(c)(3) organizations?		(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate 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	
(1) -----													
(2) -----													
(3) -----													
(4) -----													
(5) -----													
(6) -----													
(7) -----													
(8) -----													
(9) -----													
(10) -----													
(11) -----													
(12) -----													
(13) -----													
(14) -----													
(15) -----													
(16) -----													

Part VII **Supplemental Information**

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